

APPROVED
BY THE
COMICS
CODE
AUTHORITY

X-MEN



MARVEL
COMICS
GROUP

12¢
IND.

50
NOV

STERANKO/.





LOOK WHAT'S HAPPENING TO THE HANDSOME MUSCULAR MEN ON MUSCLE BEACH, CALIFORNIA!

WITH ONE TWIST, IN JUST ONE SECOND, They're Adding Inches of Muscles, To Their Arms, Chest, Shoulders. WHY NOT YOU?

The "007" TWISTER is turning them on—even the Girls! From one end of Muscle Beach to the other, muscular things are popping up everywhere you go! The handsome, fun-going attractive fellows are twisting with the "007" TWISTER to add up to 2" on their arms, 4" on their chest, besides muscularizing their waists and building vigorous legs. They are giving the more than 500 muscles in their bodies a thorough going-over—to build power—rugged vigor—herculean muscular size, because they need he-man muscles—for surfing, swimming and lifting girls' overhead with one arm! They know that one twist of the "007" TWISTER makes their muscles come alive with VIGOR...POWER...for Super Happenings! Don't you just read this ad—JOIN THE FUN! —SHAPE UP!—And What Shape You'll Be!

MUSCLES—ARE FOR REAL MEN!
See For Yourself What Super-Happenings You're In On When You Start Twisting With the "007" TWISTER and Build Your Own Muscular Go-Go, Action-Packed Body—all in the privacy of your own home!

THE BODY BEAUTIFUL LOOK IS CREATED WITH THE "007" TWISTER!
Beautify—Muscularize—Give Your Body the Tough and Rugged Muscular Look of a Muscle Beach He-Man!



DOES YOUR BODY LOOK MUSCLE-STARVED? Then become this new breed of wildcat!

Be my guest—use the "007" TWISTER and if 5 minutes doesn't convince you that you too can easily toughen up and put yourself in this exciting, dramatic Muscle Beach setting, return it for a full refund! Fair? My "007" TWISTER is Tough—Durable—Elegant, made of chromed-steel tubing with easy to hold rubber grippers. As you take it in your hands, the very first twist of its shiny coils will make every muscle in your body COME ALIVE with Vigor and Power! It gently coaxes your arms, chest, back and legs into Super-Muscle Happenings, adding inches of rugged muscle all over your body! It makes you Shape Up—Toughen Up—Muscle Up FAST...the Muscle Beach Way! So start going with the youthful, fun-loving crowd now—bring some Muscle Beach excitement into your life—by ordering your "007" TWISTER today! IT'S GUARANTEED TO PRODUCE RESULTS—OR MONEY BACK!

THIS IS A LIMITED OFFER AND AVAILABLE ONLY THROUGH THIS COUPON—SO HURRY!

FREE!

THIS 128-PAGE BOOK—to help you Muscle Up to a bigger, better, more "cut-up" body! Contains 15 exciting courses with over 200 photos of the Champs in Muscle Building action! A \$5 value—it's yours FREE—just for ordering the "007" TWISTER! Get your copy NOW!



THE ROMANTIC LOOK IS CREATED BY THE "007" TWISTER!



ONLY \$9.98
Postpaid

Comes with FREE illustrated course of instructions.

My Personal Guarantee: YOU MUST BUILD A MUSCLE BEACH, "SUPER-HAPPENING" MUSCULAR BODY OR RETURN THE TWISTER FOR EVERY PENNY BACK! ORDER NOW!

CALIFORNIA, MUSCLE BEACH—BODYBUILDER

JOE WEIGER
531 - 32nd Street
Union City, N.J. 07087

Dept-83-118PT

Dear Joe:

I want to bring the excitement of Muscle Beach into my life and make my muscles "come alive" with Super Happenings, too! Enclosed is \$9.98—rush me the "007" along with free instructions and the FREE muscle building book. I understand that if I am not completely satisfied, I may return the TWISTER for a full refund.

NAME _____ AGE _____
(please print clearly)
ADDRESS _____
CITY _____ STATE _____ ZIP _____



HAIL, QUEEN OF MUTANTS!
ASK NO QUESTIONS YET-- BUT GAZE DEEP
INTO MY EYES FOR ONE BRIEF SECOND!
THERE, ALL ANSWERS ARE WRITTEN!

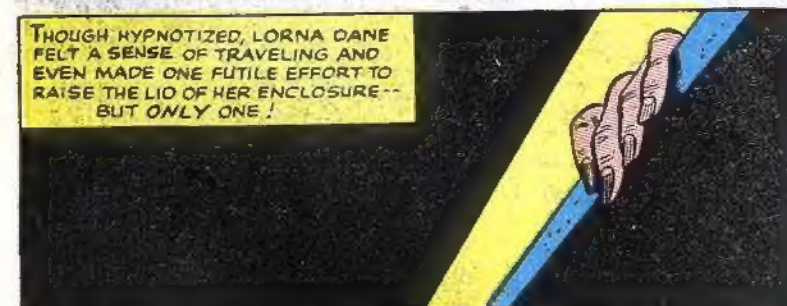


SHE SLEEPS! NOW, WEARING THESE
BIO-PLASTICENE MASKS, WE
SHALL SLIP FROM THE BUILDING
UNDISCOVERED! **NUMBER
SEVEN, UNLOAD THE VAN--**

--AND BRING THOSE
TWO COFFINS HERE!
THAT WAY WE WILL
TRANSPORT THE
BODIES QUITE
EASILY!



TO COMPLETE THE
DISGUISE, WEAR A SLIGHT
FUNERAL SMILE AS WE
LEAVE, MY FRIENDS! THERE
ARE NO UNSMILING
UNDERTAKERS!



THOUGH HYPNOTIZED, LORNA DANE
FELT A SENSE OF TRAVELING AND
EVEN MADE ONE FUTILE EFFORT TO
RAISE THE LID OF HER ENCLOSURE--
BUT ONLY ONE!

EDITOR STAN LEE
WRITER ARNOLD DRAKE
ARTIST JIM STERANKO
INKER JOHN TARTAGLIONE
LETTERER HERB COOPER

THE X-MEN

ARE TOGETHER AGAIN--AND
THAT'S ALL THE GOOD NEWS!
FOR THEY FACE AN ENEMY
THAT STAGGERS THE
IMAGINATION--AND THREAT-
ENS SANITY ITSELF! FROM
A NEST OF PUREST, BASEST
EVIL, STRANGE PSYCHO-
KINETIC COMMANDS, FLY--
CLARIONS CALL TO THE UN-
CONSCIOUS MUTANTS OF THE
WORLD! AND... LIKE SOME
STRANGE ARMY OF THE HALF-
LIVING... **THEY MARCH!**



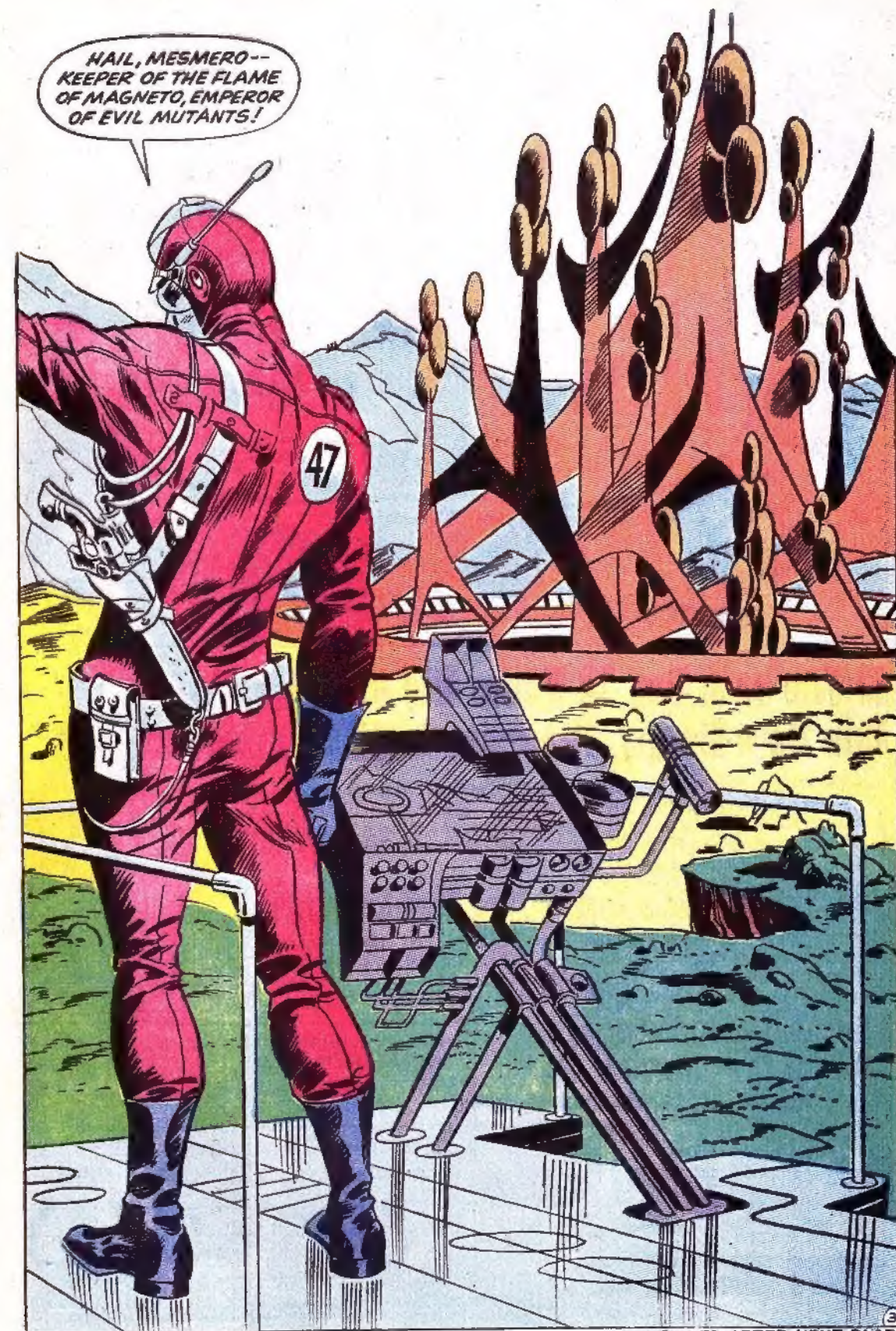
THEIR PERVERSE PIED-PIPER
IS--**MESMERO!** FOR IT IS
HE WHO GUARDS THE VILE
HERITAGE OF **MAGNETO--**
MASTER OF EVIL MUTANTS!
WHILE THE OTHER X-MEN SEARCH
OUT MESMERO, **ICEMAN**
REMAINS BEHIND TO PROTECT
LORNA DANE, HERSELF A
TARGET OF THE GREAT MUTANT
CONSPIRACY!



SUDDENLY, MESMERO AND
HIS ELITE GUARD BURST UPON
THE SCENE, OVERWHELMING
ICEMAN'S HEROIC DEFENSES
AND PARALYZING HIS BODY!
LORNA LISTENS IN **FEAR**
AS MESMERO SPEAKS HIS
STRANGELY SICKENING SALUTE

**--HAIL,
QUEEN OF
MUTANTS!**

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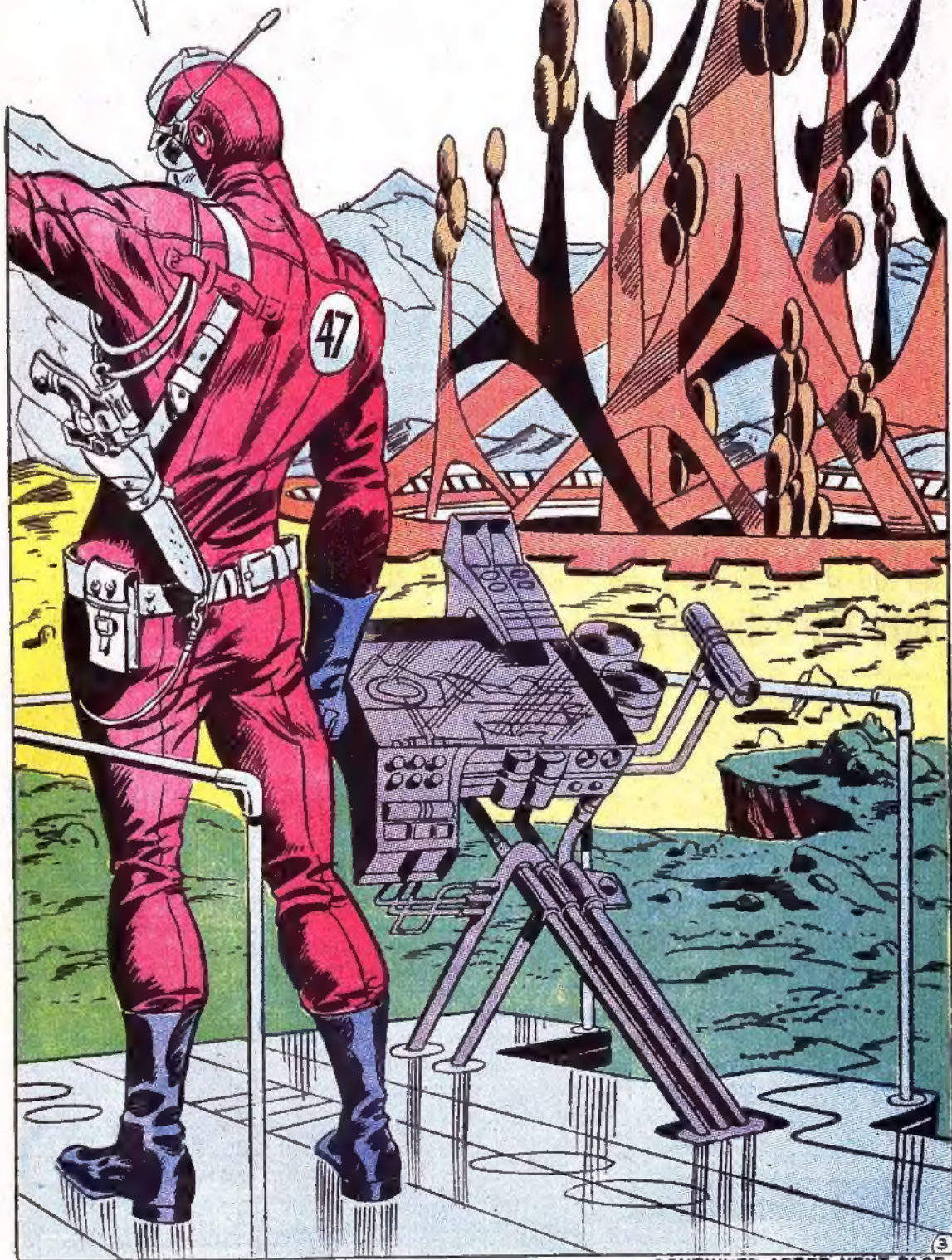


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FROM THE FLOOR OF THE *DESERT*
ITSELF THE STRANGE MAGICALLY
RISES—FORTRESS OF FIENDISHNESS
AND MEMORIAL TO MALEVOLENCE!
WHAT UNSPEAKABLE ACTS AWAIT
COMMITTING IN THIS SELF-CONTAINED
EARTHLY HELL?!

HAIL, MESMERO--
KEEPER OF THE FLAME
OF MAGNETO, EMPEROR
OF EVIL MUTANTS!



CONTINUED AFTER NEXT PAGE



LOOK, FELLOWS!
 You Can Win Your Choice of
 Neat Prizes **FREE** Regularly
PLUS AS MUCH \$100 to \$500 CASH
EVERY WEEK!

If You're a Boy 12 Years Old or Older, You Can Be a Happy, Prosperous GRIT Salesman

Join over 30,000 boys who win dandy **FREE** Prizes and make as much as \$1.00 to \$5.00 and even more, selling GRIT to friends, neighbors, relatives and others, every week. Everyone is eager to buy GRIT from you at only 15¢ a copy, because it contains World News, Sports, Women's Features, Children's Page, Popular Comics, Games, Puzzles, Exciting Fiction.

GRIT Sells for 15¢ a Copy... You Keep 5¢ Profit!

Yes, 5¢ out of every 15¢ you take in is yours to keep. Sell only 20 copies a week, and you make \$1.00 profit each week, \$52.00 in a year... plus valuable Prizes you win **FREE** regularly! We'll help you get started now, in a profitable business of your own. Mail the Coupon **TODAY!**

Over 30,000 Boys Make Money and Get Dandy Prizes Without 1¢ Cost

We'll send you GRIT right away, by mail, along with many valuable selling helps. You pay **ONLY** for the copies you sell until you know how many to order. Like 30,000 other boys, 12 or older, you'll find selling GRIT is easy, fun—and profitable!

MAIL THIS COUPON TODAY!

If coupon is already torn out, print your name, address, age and date of birth and mail it to:

GRIT Department MC 108
 Williamsport, Penna. 17701

Papers sent only to boys in Continental U. S.

GRIT PUBLISHING CO.,
 Williamsport, Pa., 17701

PLEASE PRINT

Dept. MC 108

Send my first bundle of papers, selling helps and prize offers.

Name _____

Are You a Boy? _____ Age _____ Date Born _____ Year _____

In Care of _____

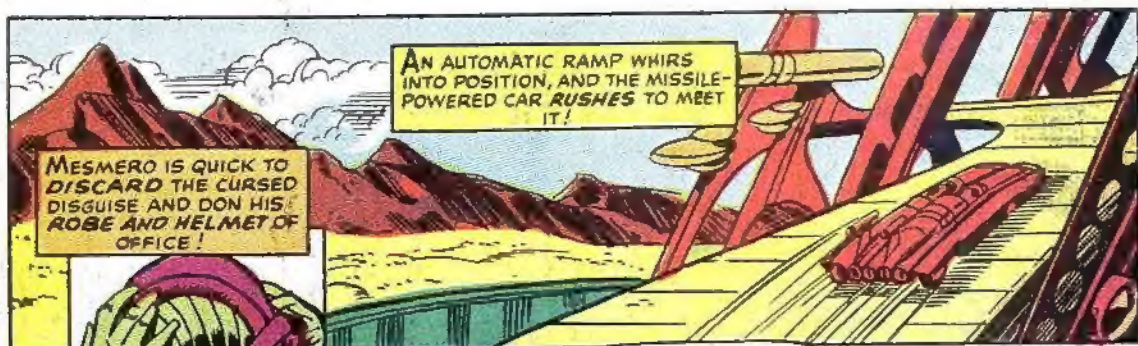
Street and No. _____ R.F.D. _____

Post Office _____ State _____

Zip Code No. _____

Print Your
 Last Name
 Plainly Here

--	--	--	--	--	--	--	--	--	--



AN AUTOMATIC RAMP WHIRS INTO POSITION, AND THE MISSILE-POWERED CAR RUSHES TO MEET IT!

MESMERO IS QUICK TO DISCARD THE CURSED DISGUISE AND DON HIS ROBE AND HELMET OF OFFICE!

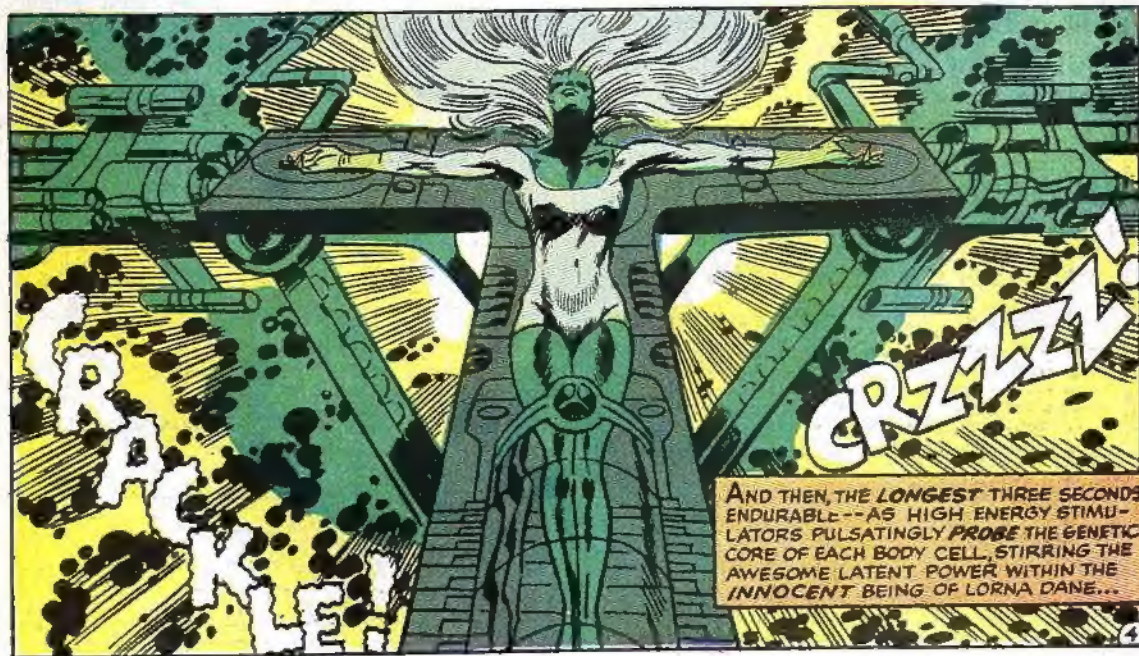


THEN SHALL WE KNOW ONCE AGAIN THE INSPIRATION THAT WILL MAKE US RULERS OF ALL--

--MASTERS OF MEN!

ICEMAN MUST BE PLACED IN CELL TWELVE! BUT THE GIRL--

--SHALL BE PREPARED FOR THE MUTANT ENERGY STIMULATOR! THE MES WILL STIR TO LIFE HER EVERY LATENT POWER!



AND THEN, THE LONGEST THREE SECONDS ENDURABLE--AS HIGH ENERGY STIMULATORS PULSATINGLY PROBE THE GENETIC CORE OF EACH BODY CELL, STIRRING THE AWESOME LATENT POWER WITHIN THE INNOCENT BEING OF LORNA DANE...

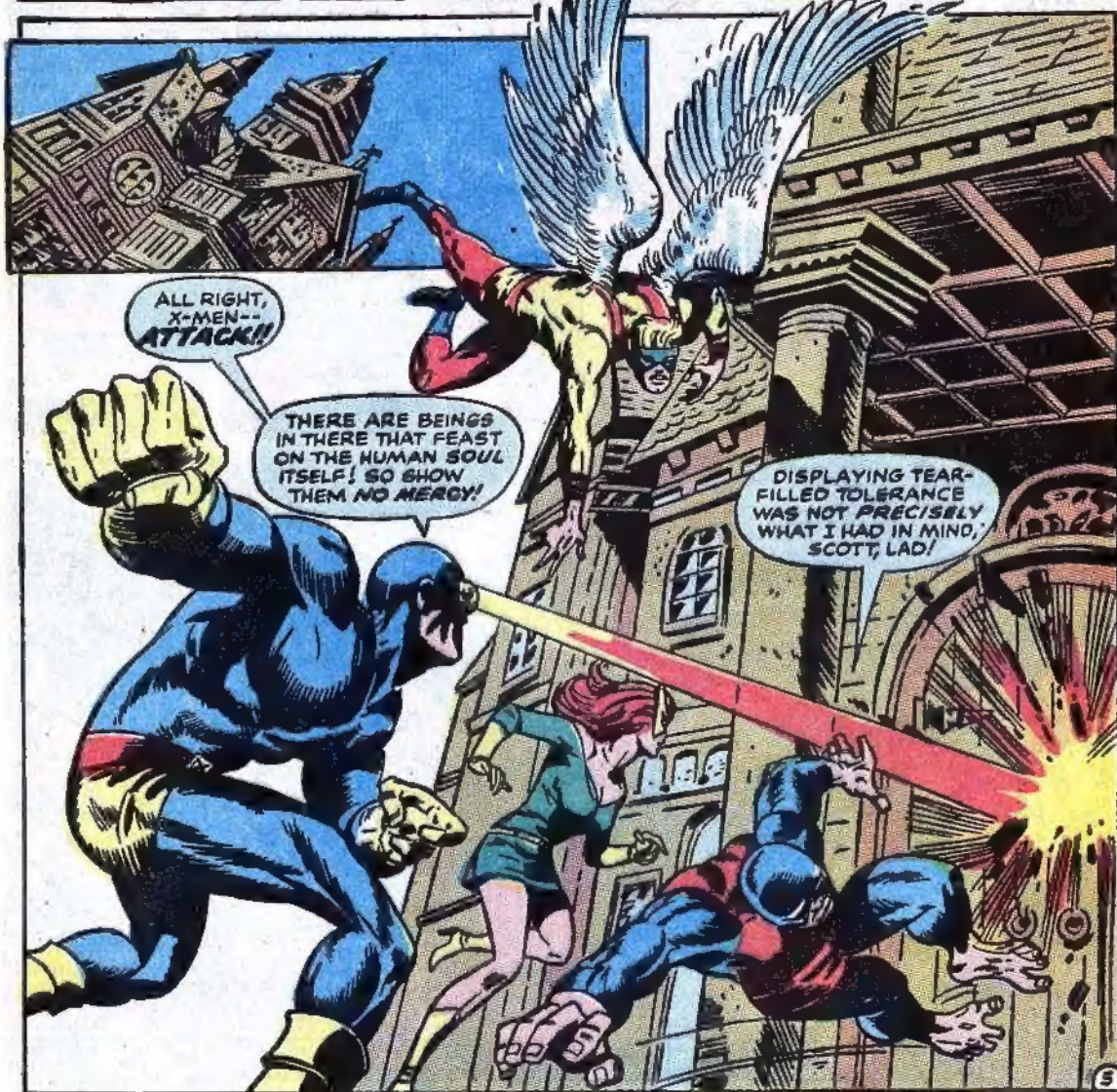
MEANWHILE, AS THE X-MEN
APPROACH MESMERO'S CITY
HIDEOUT...

WHAT GROSS EVIL
LURKS BEHIND THAT
GRIM GOTHIC
FACADE?

IT GIVES ME THE
SCREAMING MEEEMIES
JUST TO LOOK AT IT!

THAT'S ONE COOKIE
JAR I'M GONNA LIKE
BUSTIN' INTO!

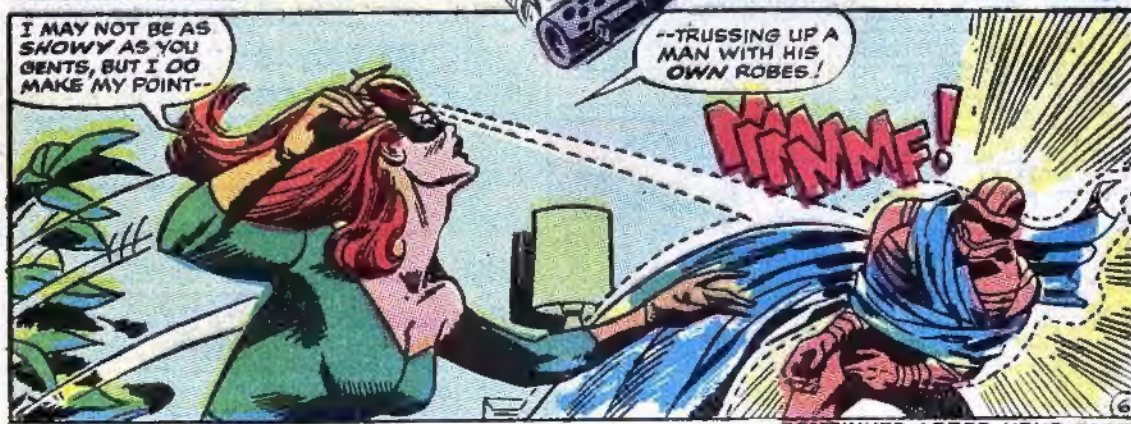
CAREFULLY! A WILY
MIND HIDES WITHIN
THOSE MURKY
HALLS!



ALL RIGHT,
X-MEN--
ATTACK!!

THERE ARE BEINGS
IN THERE THAT FEAST
ON THE HUMAN SOUL
ITSELF! SO SHOW
THEM NO MERCY!

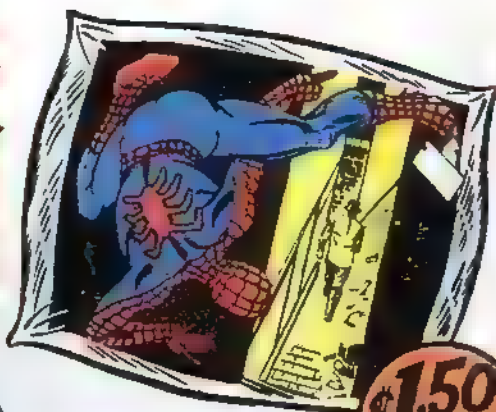
DISPLAYING TEAR-
FILLED TOLERANCE
WAS NOT PRECISELY
WHAT I HAD IN MIND,
SCOTT, LAD!



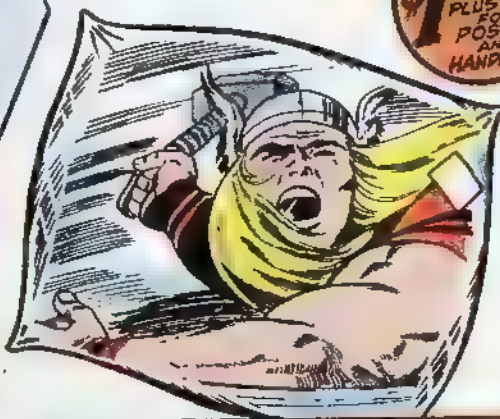
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IT'S BRAND NEW!! MARVEL'S SWINGIN' INFLATABLE PLASTIC PILLOWS!

INTRODUCING THE LATEST, MOST ORIGINAL MARVEL MERCHANDISING MASTERPIECES EVER... THREE DIMENSIONAL SUPER-HERO PLASTIC PILLOWS THAT CAN HOLD MORE WEIGHT THAN YOU CAN SHAKE A FORBUSH AT! YOU CAN BANG 'EM! TOSS 'EM! EVEN LET 'EM **HANG LOOSE** ON THE WALL! ...EITHER **SPIDER-MAN** OR **THOR**, IN FULL COLOR YET!



\$1.50
PLUS 15¢
FOR
POSTAGE
AND
HANDLING



I'D LIKE _____ SPIDER-MAN PILLOWS.
I'D LIKE _____ THOR PILLOWS.
TOTAL → _____

SEND TO:
MARVEL COMICS GROUP, DEPT. P.P.
625 MADISON AVE. NYC. N.Y. 10022

NAME _____
ADDRESS _____
CITY _____ STATE _____
ZIP _____

SEND NO CASH! CHECK
OR MONEY ORDER ONLY.

**MARVEL SUPER-HERO
T-SHIRTS**
ONLY \$2.00 EA. INCLUDING
POSTAGE AND HANDLING. WRITE
SIZE IN COUPON BELOW:
YOUTH - MEDIUM - LARGE
ADULT - SMALL - MEDIUM - LARGE



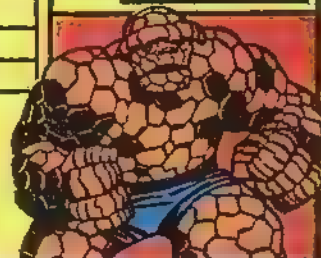
WE'VE ONLY GOT A
LIMITED SUPPLY.
FRANTIC ONES, SO RUSH
YOUR ORDER IN NOW!

**The MERRY MARVEL
MARCHING
SOCIETY
MEMBERSHIP
KIT!**

ALL NEW MEMBERSHIP KIT!
AN OFFICIAL RECORDING
OF M.M.M.S. SONG...
SWINGIN' STICKERS OF
EIGHT MARVEL HEROES
...A NUTTY NEW NOTE
PAD...A MARVEL MINI-
BOOK...A MARVEL
PENCIL...AN M.M.M.S.
CERTIFICATE...YOUR OWN
MEMBERSHIP CARD...
ALL FOR ONLY \$1.99
PRESENT MEMBERS:
SEND US YOUR MEMBER-
SHIP NUMBER AND WE'LL
SEND YOU NEW KIT FOR 75¢

T-SHIRTS	SIZE	QUANTITY
CAPT. MARVEL		
SPIDER-MAN		
THE HULK		
THOR		

MERRY MARVEL
MARCHING SOCIETY
KIT \$ _____



TOTAL

\$ _____

O.KAY, MADMEN... HERE'S MY HARD-
EARNED CASH, WHICH I'M SENDING YOU AT:
M.M.M.S. MARVEL COMICS GROUP DEPT. A.J.
625 MADISON AVE. N.Y.C. N.Y. 10022

NAME _____

ADDRESS _____

CITY _____ STATE _____

ZIP _____

PLEASE: SEND NO CASH!
CHECK OR MONEY
ORDER ONLY!

ADD 20¢ EXTRA FOR EACH CANADIAN AND EUROPEAN ORDER! ALLOW 3 to 4 WEEKS FOR DELIVERY!

FREE!

Giant Stallion Mural Full Color Masterpiece

FREE!

KING OF THE STALLIONS 16" x 20" Mural

**SUPERB, ORIGINAL OIL PAINTING REPRODUCTION—YOURS FREE
WHEN YOU PURCHASE THESE 4 MAGNIFICENT THOROUGHBREDS**

**\$1 ALL FOUR PRINTS IN GLORIOUS \$1
COLOR ONLY ONE DOLLAR**

Imagine hanging these superb masterpieces in your home or office. The small illustrations here cannot possibly show you the beauty and majesty captured by the artist. Only when you see them can you appreciate their beauty and grandeur. Never before has there been such a sensational art offer! Order NOW get your giant mural free!

OFFER WILL NOT BE REPEATED

Order immediately. Such an amazing offer will be made only once. Use handy order form, send just \$1 plus 25¢ postage and we will send you all four plus your Giant Mural FREE. You must be delighted or return for full money back. Offer will not be repeated.



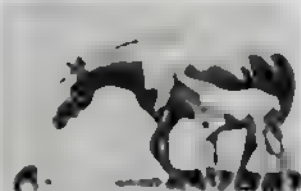
Aristocracy Lady



Pride 'O Duchess



Fascinating Empress



Lady Gallant

COLONIAL STUDIOS, Dept. KH - 35

20 Bank Street, White Plains, New York 10606

Please send me the 4 full color Thoroughbred prints for just \$1 plus 25¢ postage AND MY GIANT MURAL FREE. Full money back guarantee if I am not delighted.

Enclosed is \$

Cash, Check or Money Order

NAME

(Please Print)

ADDRESS

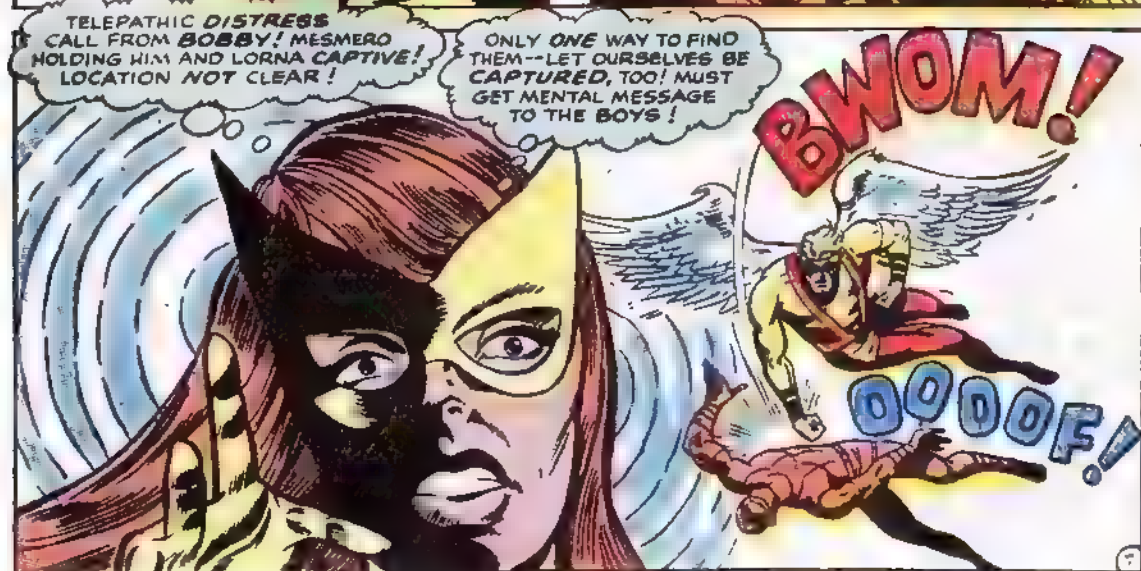
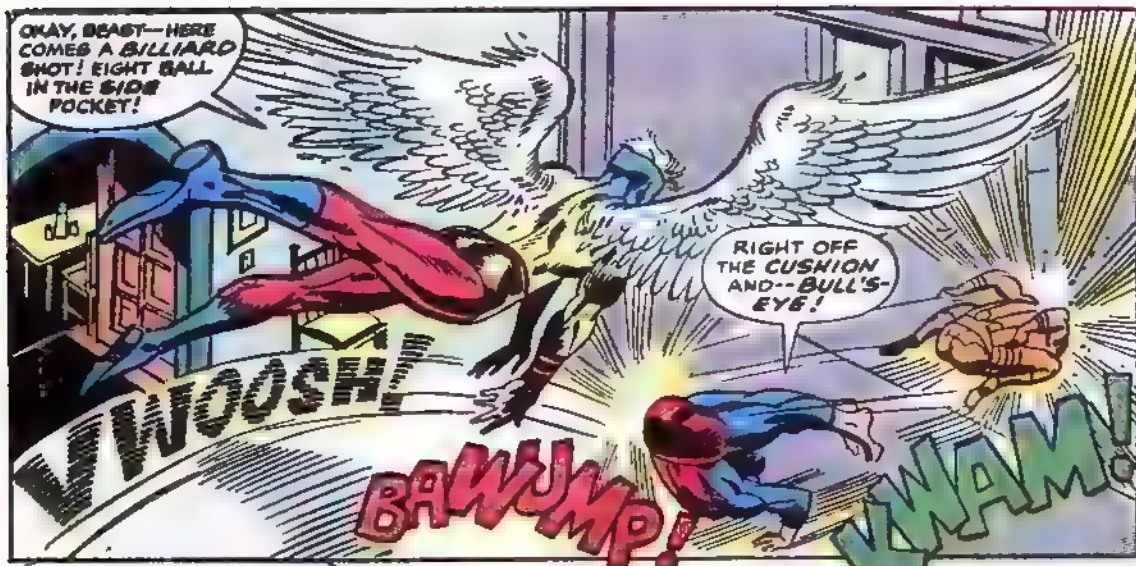
CITY

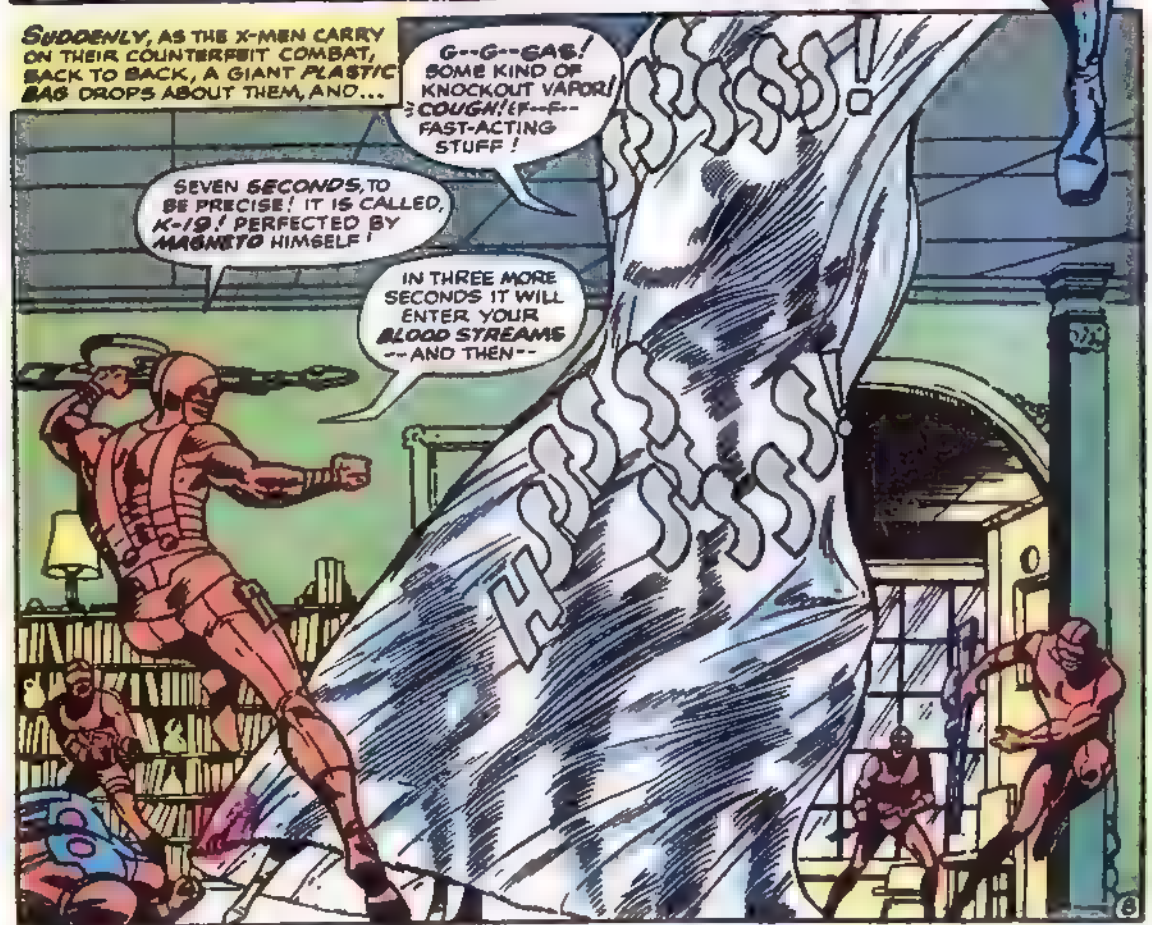
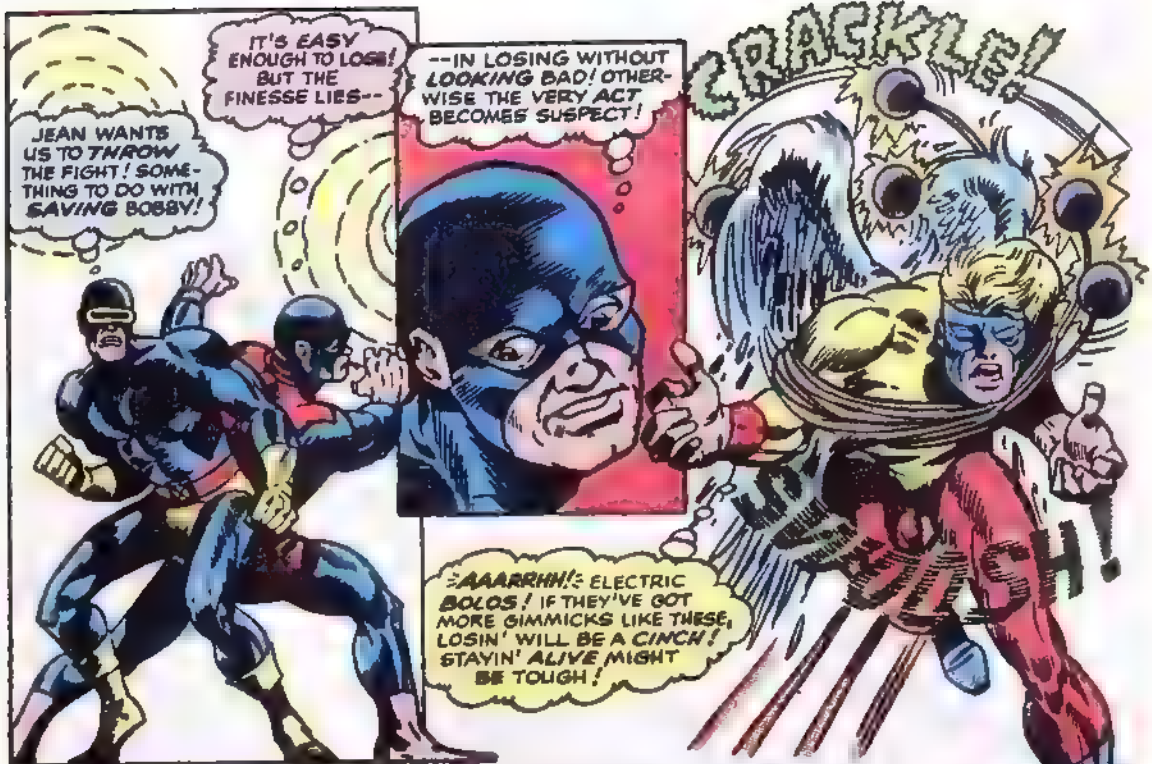
STATE

ZIP

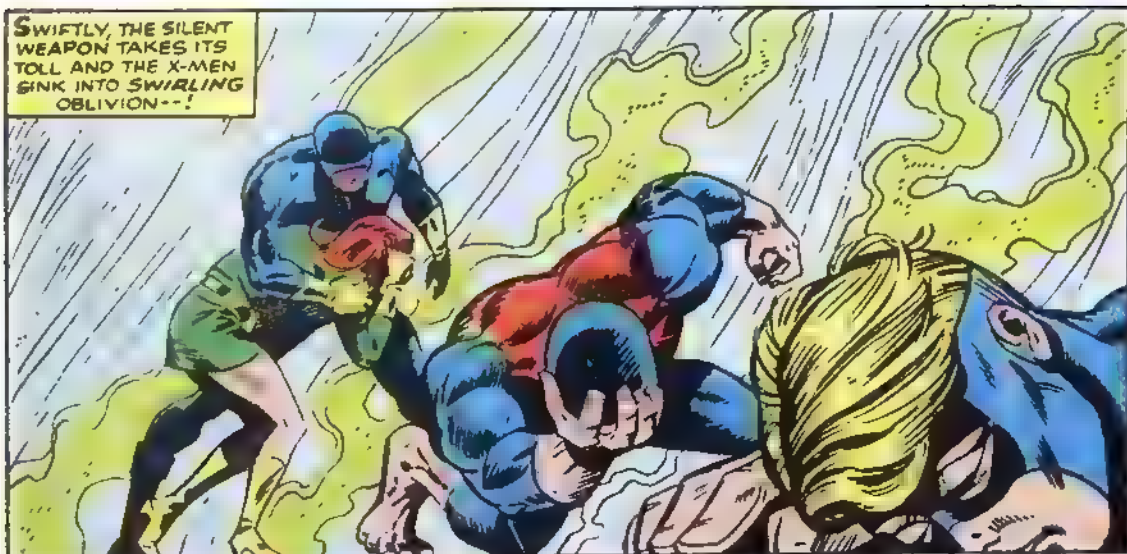
SAVE! SPECIAL OFFER: Order 2 sets of all 4 prints for only \$2. The extra sets make perfect gifts, and you get a FREE Mural with each extra set!

4 Magnificent Thoroughbred Paintings
Yours As Large As 9" x 12" Full Color Reproductions
Ideal for Home or Office or As Gifts



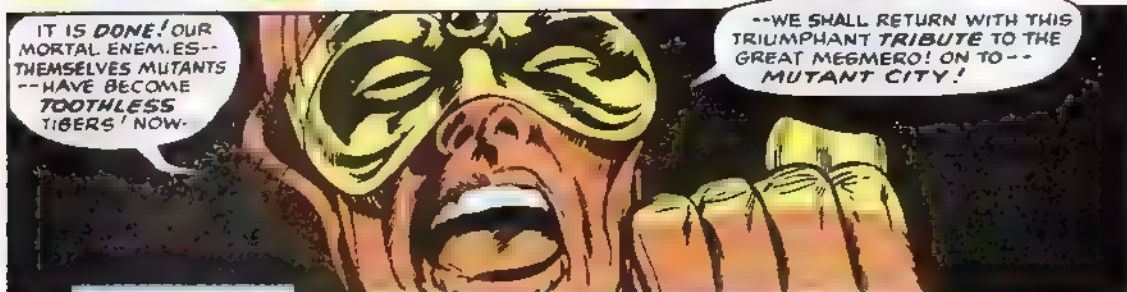


SWIFTLY, THE SILENT
WEAPON TAKES ITS
TOLL AND THE X-MEN
SINK INTO SWIRLING
OBLIVION--!



IT IS DONE! OUR
MORTAL ENEMIES--
THEMSELVES MUTANTS
--HAVE BECOME
TOOTHLESS
TIGERS! NOW--

--WE SHALL RETURN WITH THIS
TRIUMPHANT TRIBUTE TO THE
GREAT MEGMERO! ON TO--
MUTANT CITY!

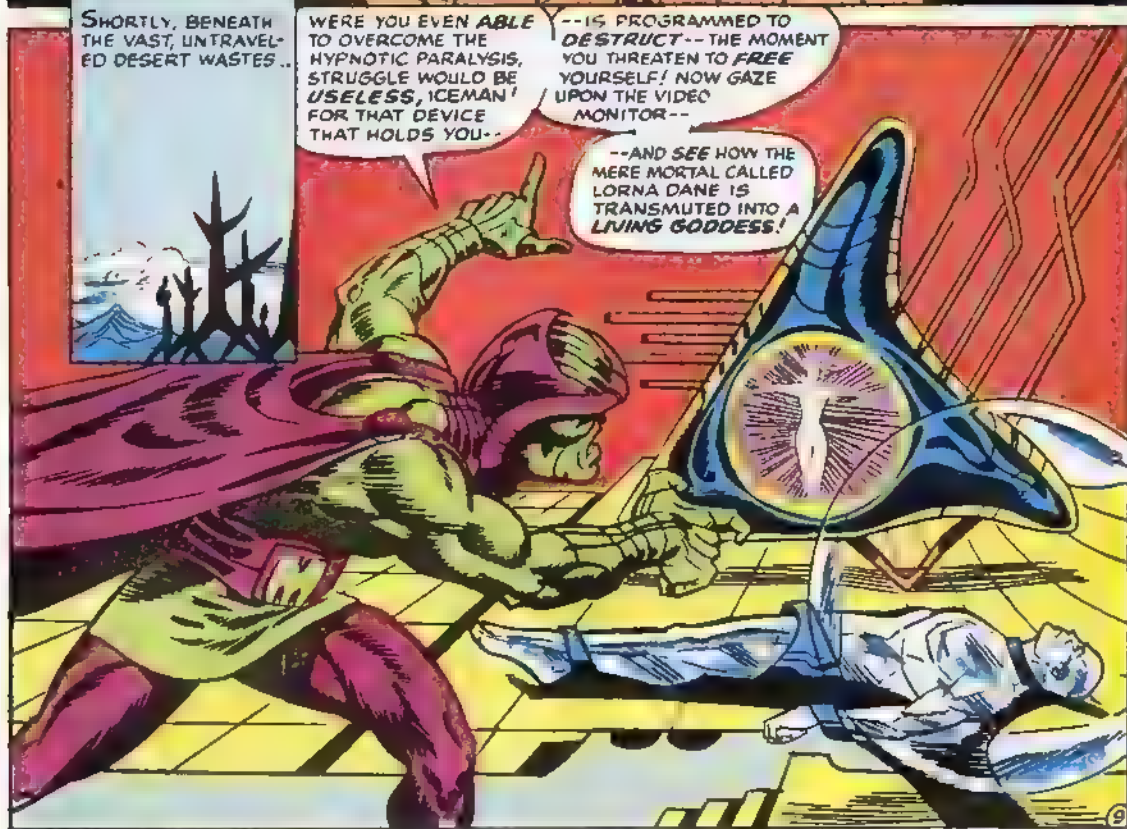


SHORTLY, BENEATH
THE VAST, UNTRAVEL-
ED DESERT WASTES...

WERE YOU EVEN ABLE
TO OVERCOME THE
HYPNOTIC PARALYSIS,
STRUGGLE WOULD BE
USELESS, ICEMAN!
FOR THAT DEVICE
THAT HOLDS YOU--

--IS PROGRAMMED TO
DESTRUCT-- THE MOMENT
YOU THREATEN TO FREE
YOURSELF! NOW GAZE
UPON THE VIDEO
MONITOR--

--AND SEE HOW THE
MERE MORTAL CALLED
LORNA DANE IS
TRANSMUTED INTO A
LIVING GODDESS!



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WORLD'S *FASTEST* TRAIN

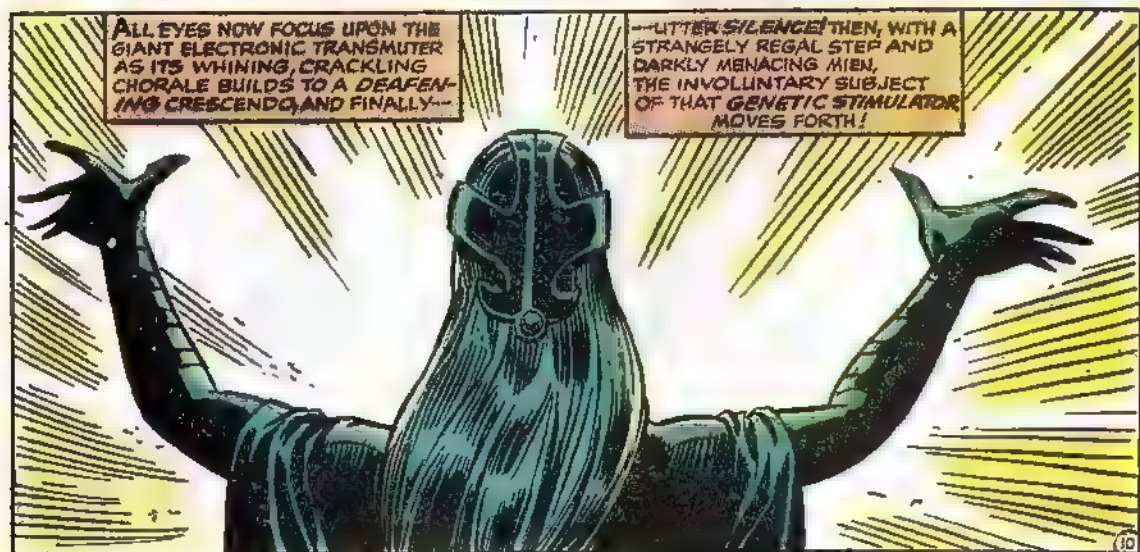
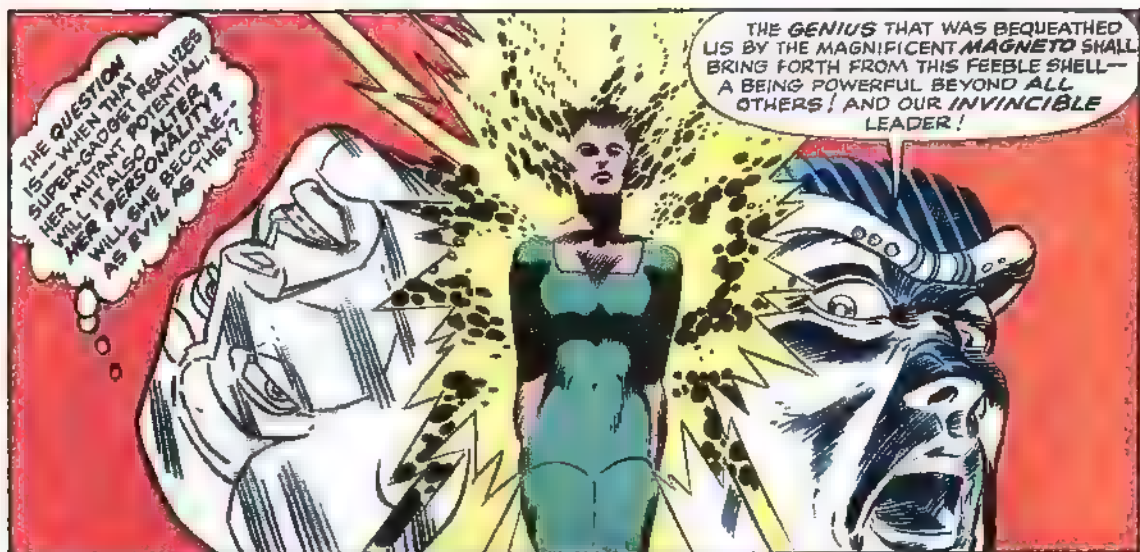
The "New Tokaido" train running between Tokyo and Osaka, Japan, is the fastest train service in the world. Part of Japanese National Railways, this train makes the 320.2 mile run in 3 hours 10 minutes, at an average speed of more than 101 m.p.h. Each train is made up of 12 cars, weighs 80 tons and can reach a top speed of 155 m.p.h. The "New Tokaido" is powered by motors with the energy of 11,943 horsepower

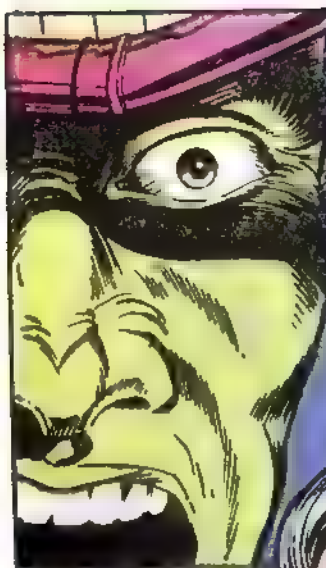
WORLD'S *FASTEST* KID

The Cheerios Kid gets his energy from Cheerios. Like you, he needs a fresh supply of go-power every day. And, a breakfast with Cheerios and milk is packed with muscle-building protein and energy for go-power. Get yourself Go. Get Cheerios!



© G.M.





BEHOLD! SHE STANDS BEFORE US NOW--THE OMNIPOTENT EMPRESS OF ALL EVIL MUTANTS! FOR WITHIN HER RUNS THE BLOOD OF HE WHOSE NAME IS SACRED UNTO US! YES--NOW MAY I REVEAL THAT SHE IS--

--DAUGHTER OF MAGNETO--AND QUEEN OF MUTANTS! HAIL, GLORIOUS QUEEN!



NOW I UNDERSTAND THE STRANGE STIRRINGS WITHIN ME THAT TORTURED MY SOUL ALMOST FROM MY FIRST CONSCIOUS MOMENT! FOR, MY FATHER'S BLOOD, THOUGH UNKNOWN TO ME, COULD NOT BE SILENCED!

YES--I KNOW MY CALLING NOW! I AM YOUR--QUEEN!

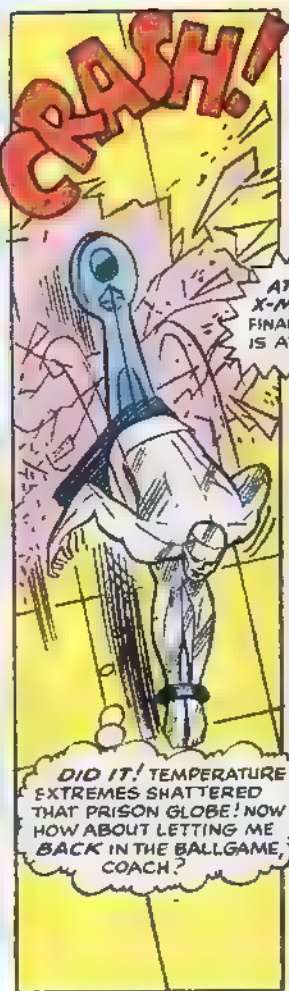
BOW YOUR HEADS, USELESS ONES, BEFORE THE GREATNESS THAT IS HERS!

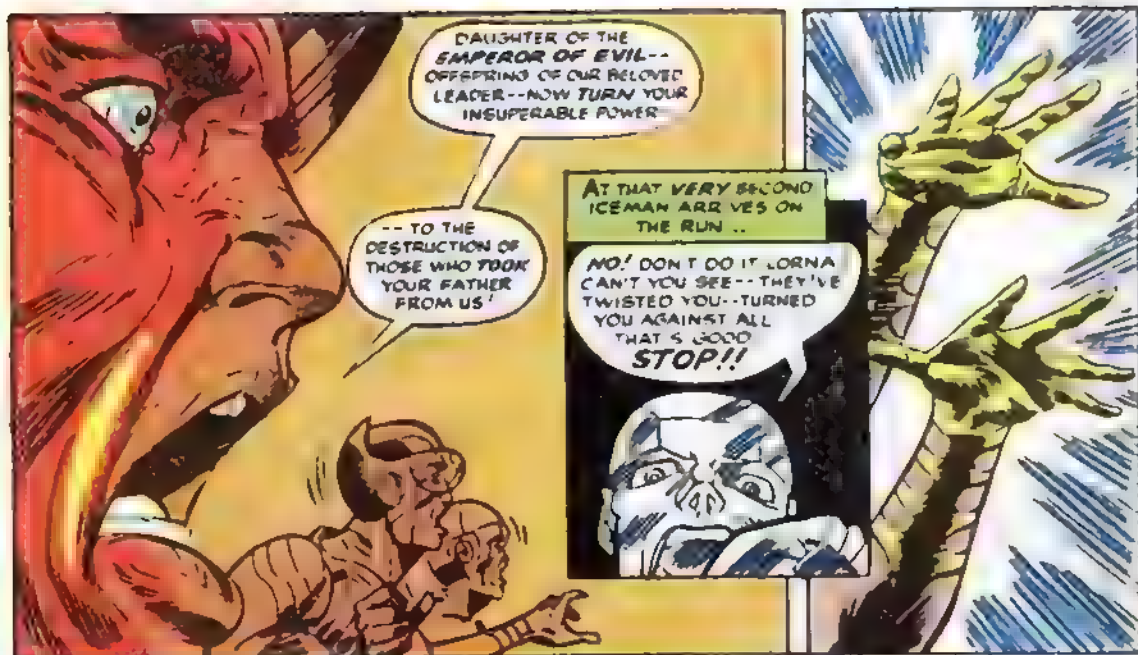
FANTASTIC! THIS WAS THE SECRET WEAPON THEY SPOKE OF--M-2! MAGNETO--THE-SECOND! WE THOUGHT ONLY OF A POSSIBLE SON--

IT NEVER DAWNED ON US IT MIGHT BE A DAUGHTER! IF SHE HAS ONLY HALF OF HER FATHER'S POWER--

--WE'VE STEPPED INTO A NASTY TRAP!



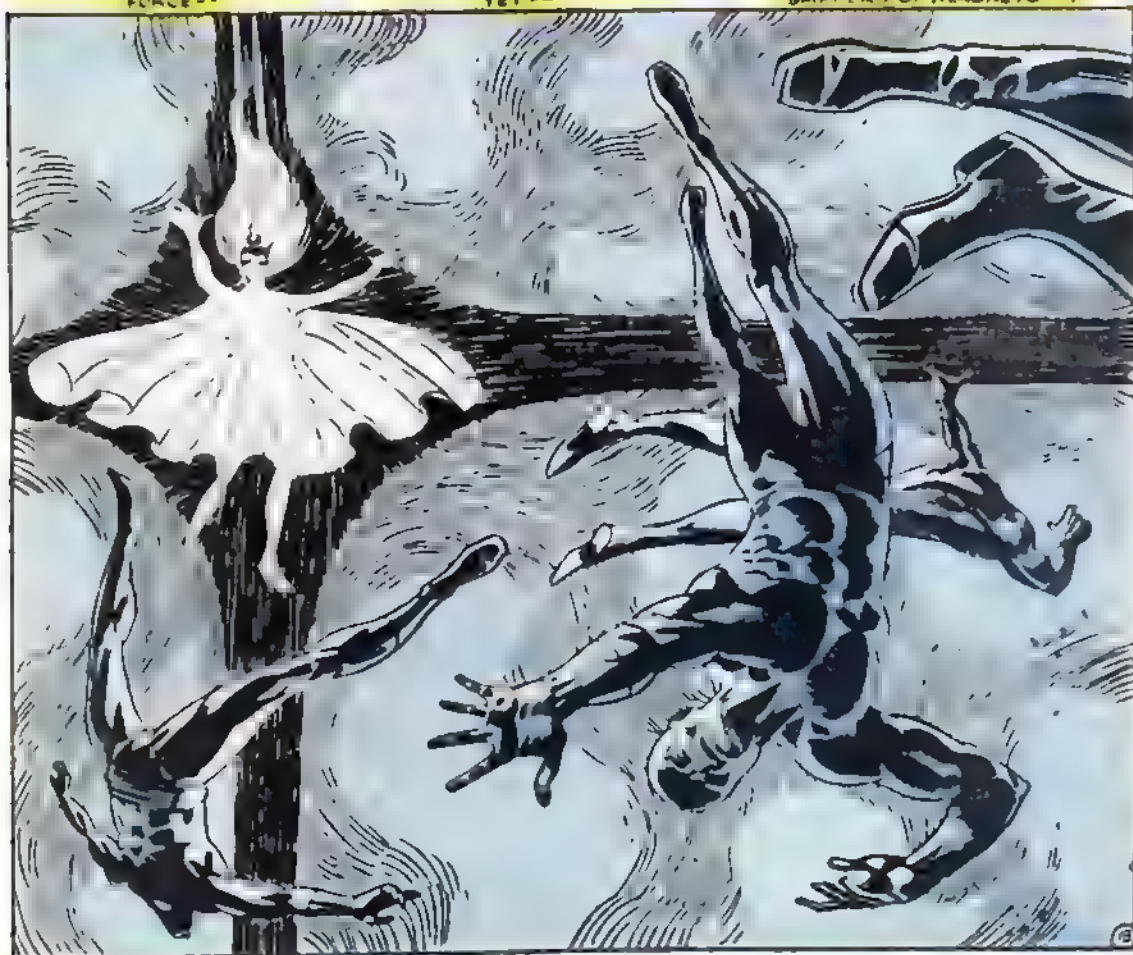




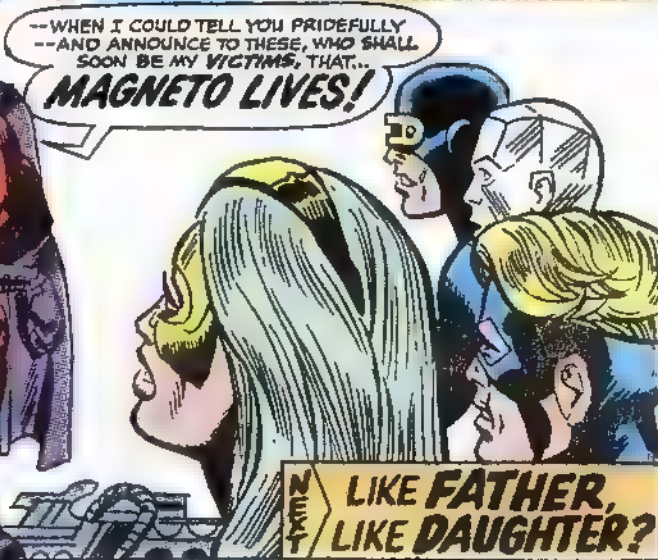
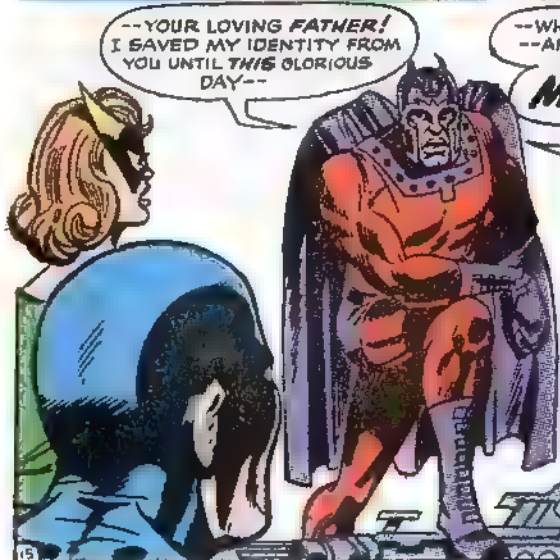
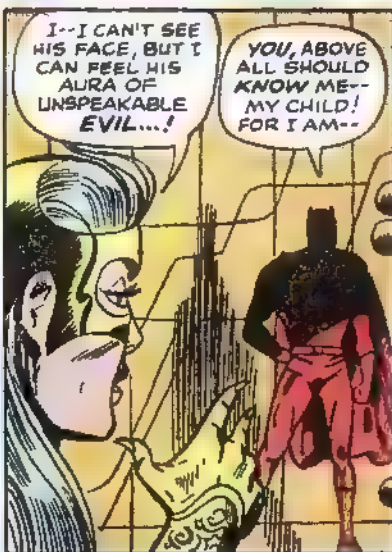
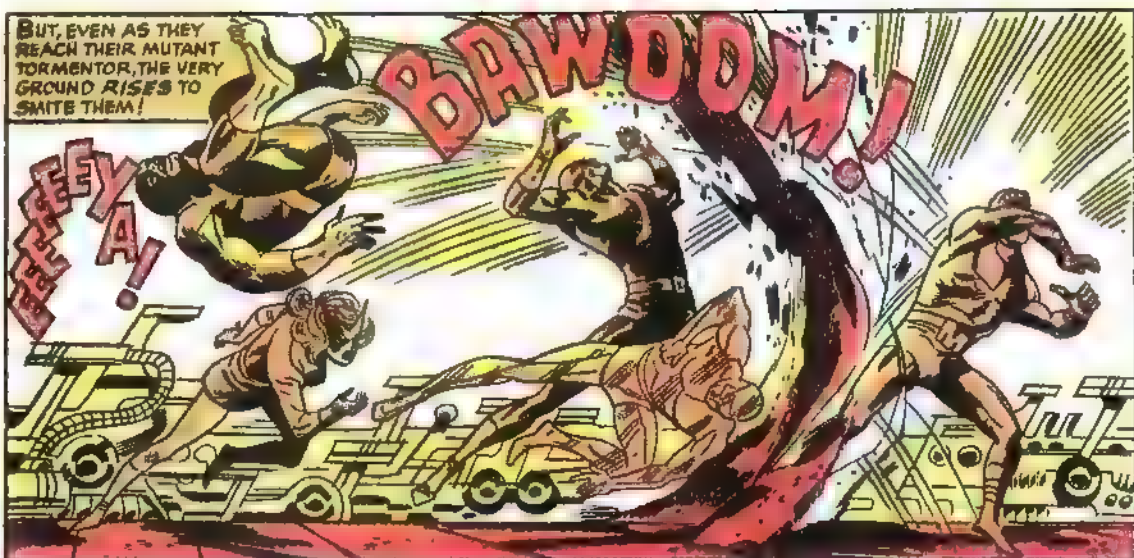
FROM EVERY LIVING CELL OF
THAT MUTANT BEING FLOW
MIGHTY WAVES OF INCREDIBLE
FORCE--

--SLAMMING OUTWARD TO
FLING THEIR HUMAN TARGETS
INTO A LABYRINTHINE LAMSO!
YET--

--IT IS NOT AGAINST THE X-MEN THAT
SHE HAS UNLOOSED THAT FANTASTIC
FORCE BUT AGAINST THE VERY WOR-
SHIPPERS OF MAGNETO--!







COLLECT COINS THE HOBBY ROAD TO RICHES

"SURPRISE" \$1 COIN PACKET



Thousands of old coins, up to 100 years old GUARANTEED at least \$1.00 current catalog value and postage. Thousands of many packets that contain silver worth much more!

These packets were put together from huge collections started many years ago, containing most types of coins. For only \$1 you may find:

- 1909-S 1c
- 1914-D 1c
- 1950-D 5c
- 2 cent pieces
- 3 cent pieces
- Type coins
- Liberty 25c
- Barber 25c
- Gold & Foreign

Thousands packed, ready to mail 'grab-bag' style. Send your \$1 today. You may find:

- GOLD COINS!
- RARE COINS!
- UNCIRCULATED!
- SILVER CROWNS!



SPECIAL!

Guaranteed \$6 worth for only \$5
Guaranteed \$12 worth for only \$10



HOBBY COIN CO. Dept. MC
Box 5177, Sherman Oaks, Cal. 91413

Rush me your SURPRISE packet. I enclose (\$1) (\$5) (\$10) which is refundable if I am not completely satisfied:

Name _____
Address _____
City _____ State _____ Zip _____

STAMPS

SHOP BY MAIL

HAVE YOUR
POEMS
SET TO MUSIC

See how your words can be turned into a song. Songs recorded, photograph records made. Send your best poems or songs for prompt FREE information.

CROWN MUSIC CO.
49 West 32 St. Studio 11 New York 10001

1001 THINGS YOU CAN GET FREE

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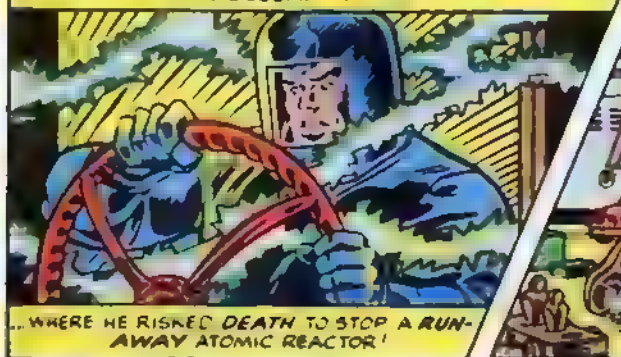
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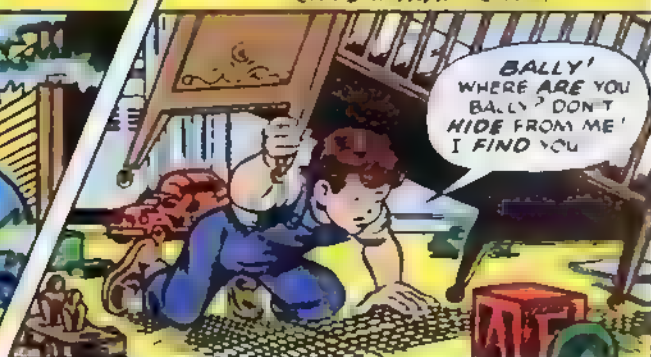
"THIS BOY-- THIS BOMBSHELL!"

IF YOU GOT HERE AFTER THE SHOW STARTED, SHAME ON YOU-- BUT LET US FILL YOU IN! NORTON MCCOY WORKED IN A NUCLEAR PLANT



...WHERE HE RISKED DEATH TO STOP A RUN-AWAY ATOMIC REACTOR!

THE GENETIC ACCIDENT THAT RESULTED PRODUCED A MOST UNUSUAL CHILD! (YOU CAN SAY THAT AGAIN!)

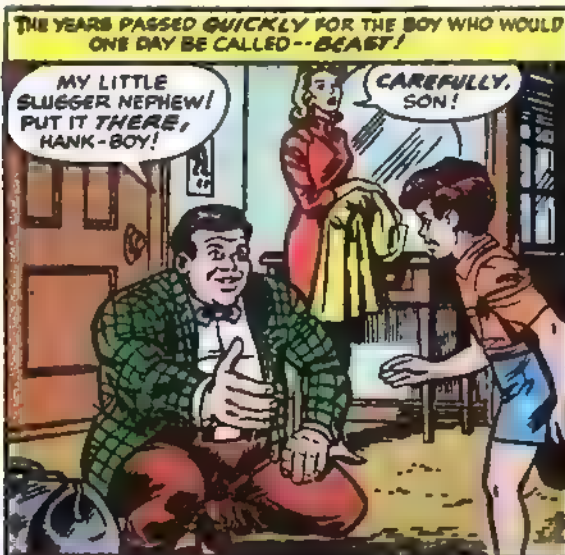


STAN LEE, EDITOR
ARNOLD DRAKE, WRITER
WERNER ROTH, ARTIST
JOHN VERPOORTEN, INKER
HERB COOPER, LETTERER
(THERE! BRIEF CREDITS FOR
A BRIEFER STORY--OKAY?)

THE YEARS PASSED QUICKLY FOR THE BOY WHO WOULD ONE DAY BE CALLED--BEAST!

MY LITTLE SLUGGER NEPHEW! PUT IT THERE, HANK-BOY!

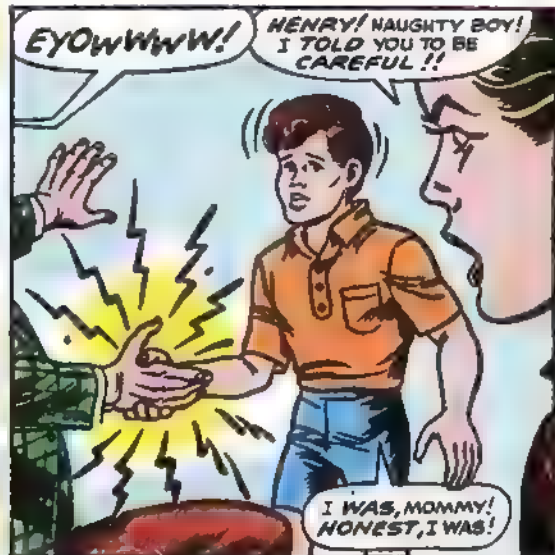
CAREFULLY, SON!



EYOWWWW!

HENRY! NAUGHTY BOY! I TOLD YOU TO BE CAREFUL !!

I WAS, MOMMY! HONEST, I WAS!



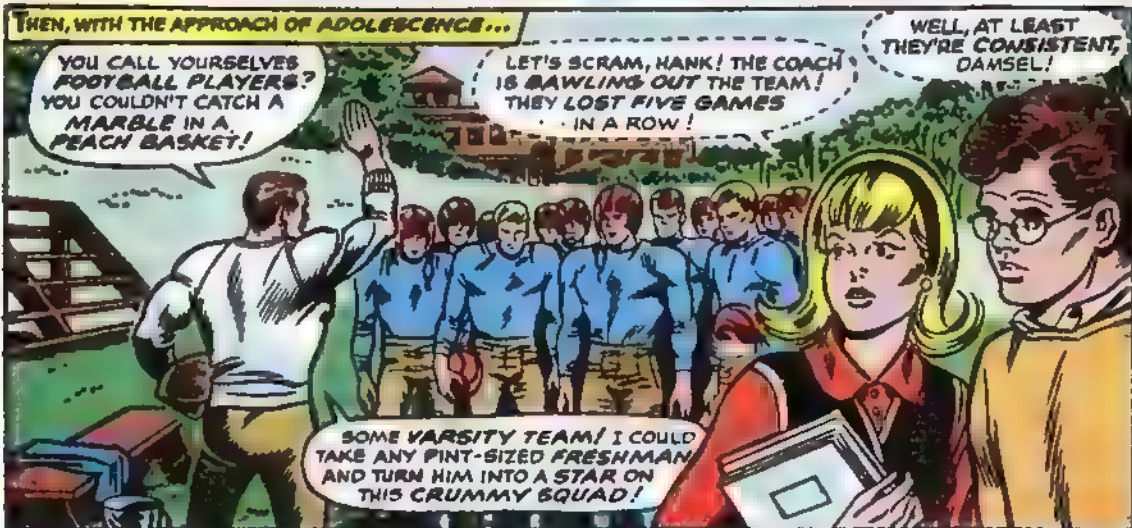
THEN, WITH THE APPROACH OF ADOLESCENCE...

YOU CALL YOURSELVES FOOTBALL PLAYERS? YOU COULDN'T CATCH A MARBLE IN A PEACH BASKET!

LET'S SCRAM, HANK! THE COACH IS BAWLING OUT THE TEAM! THEY LOST FIVE GAMES IN A ROW!

WELL, AT LEAST THEY'RE CONSISTENT, DAMSEL!

SOME VARSITY TEAM! I COULD TAKE ANY PINT-SIZED FRESHMAN AND TURN HIM INTO A STAR ON THIS CRUMMY SQUAD!



YOU THERE! FRESHMAN!

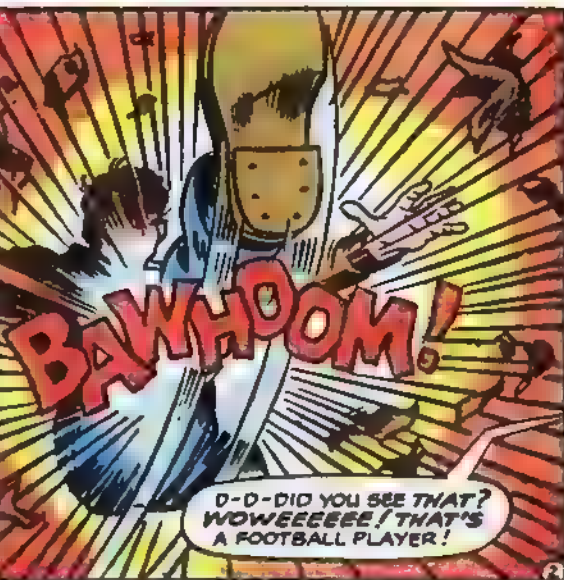
M--M--ME?

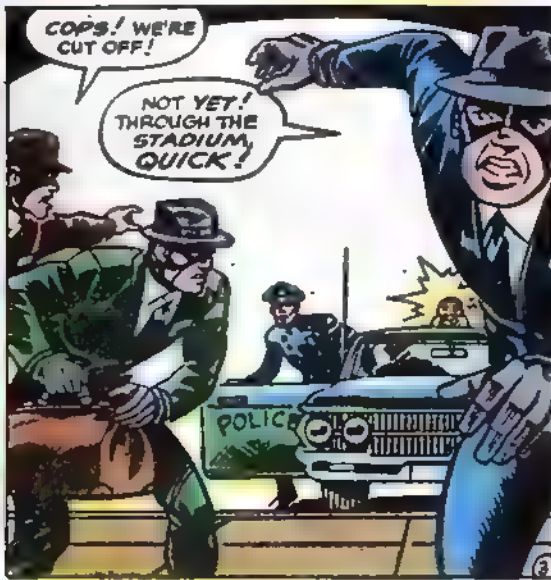
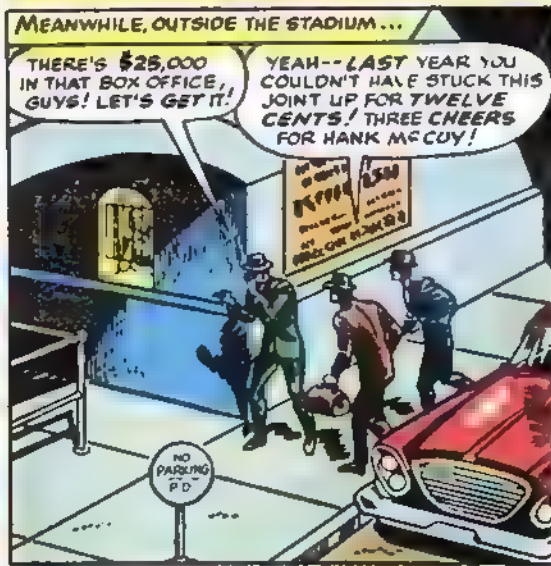
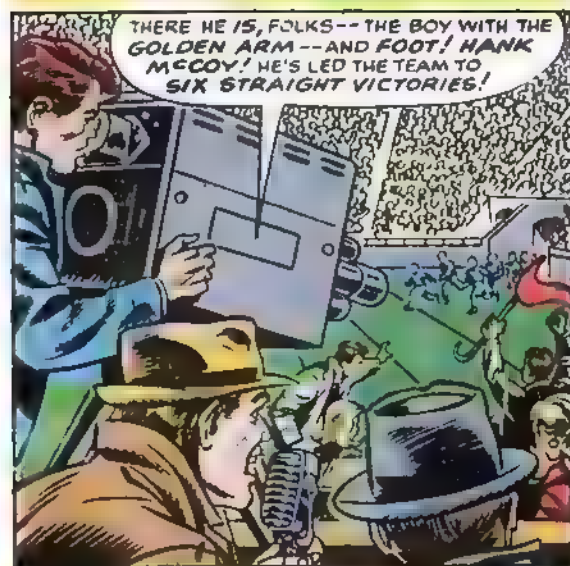
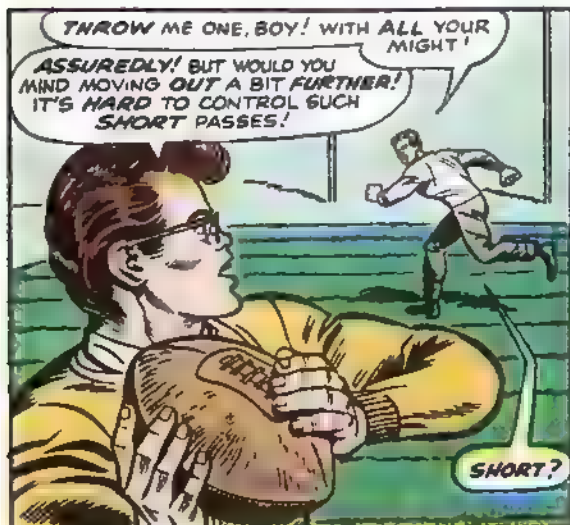
YEAH! I WANT YOU TO KICK A FOOTBALL!

I--I--I'D RATHER NOT, GIR!

I SAID-- KICK!

Y--YES, GIR!





CONTINUED AFTER NEXT PAGE

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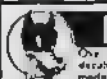
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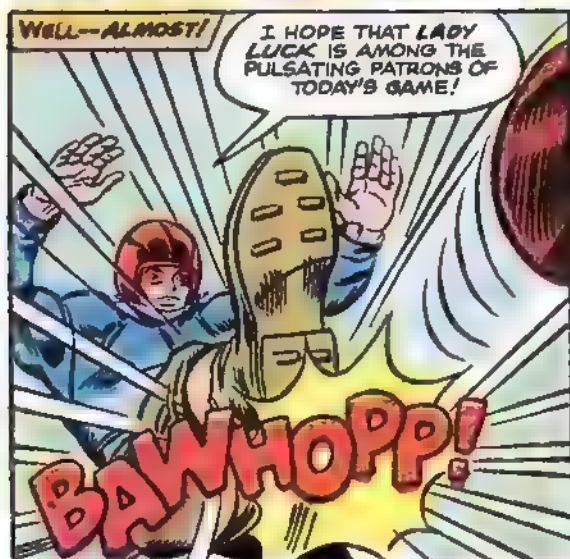
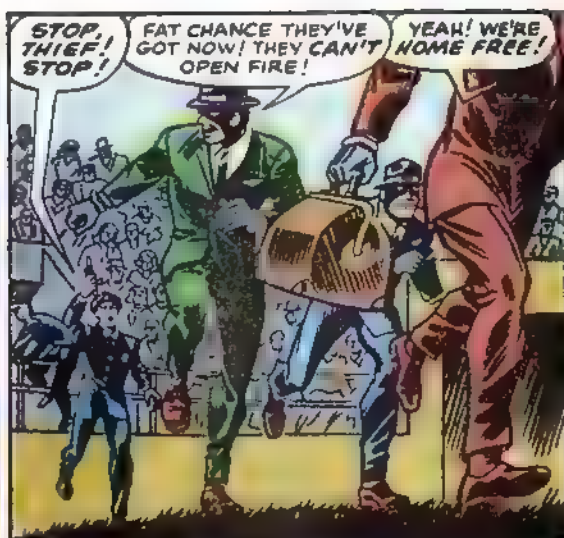
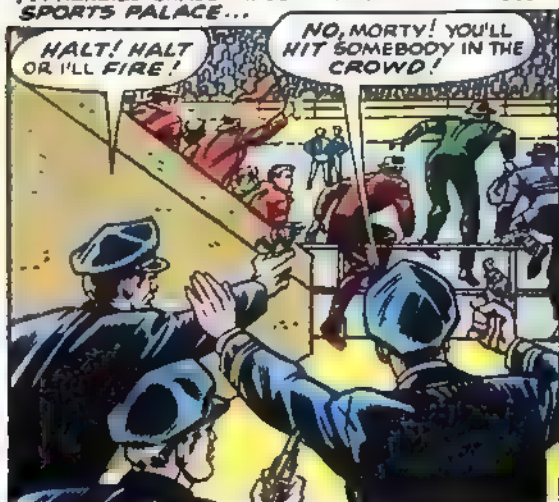
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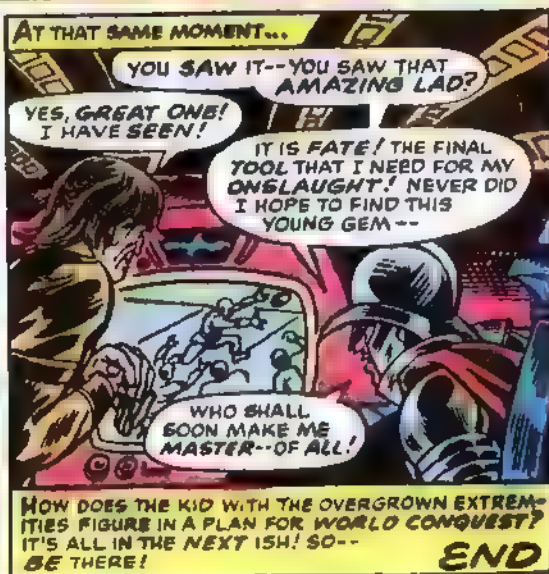
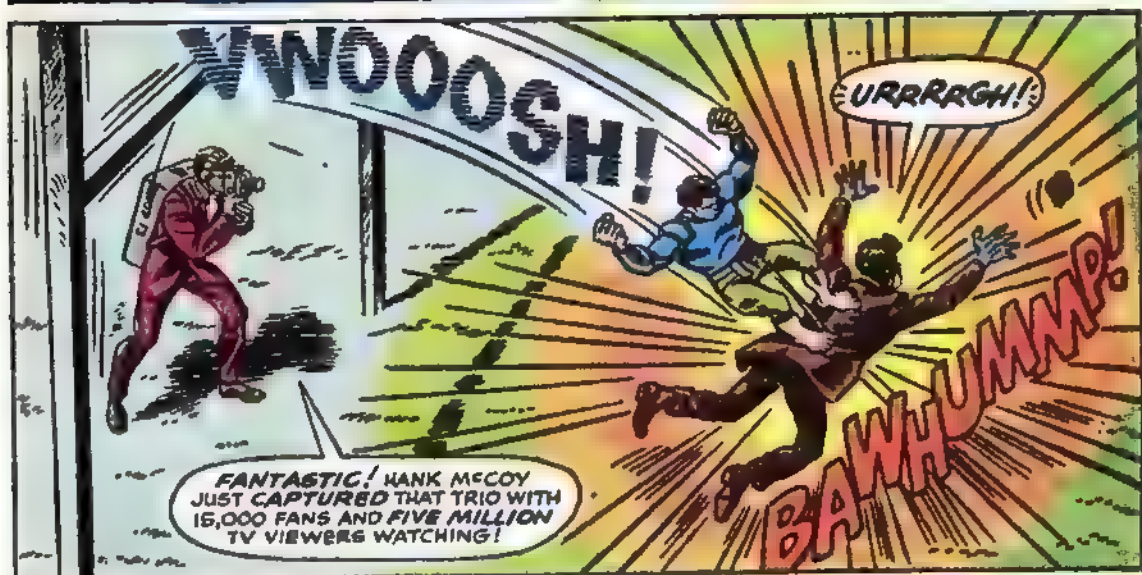
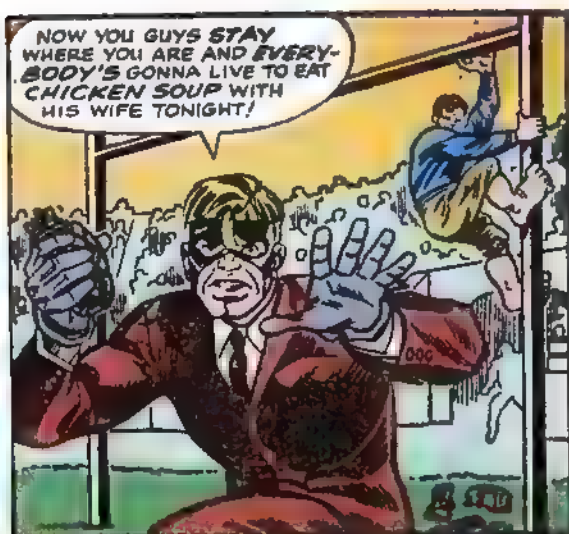
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A FRENZIED CHASE WINDS UP WITHIN THE CROWDED SPORTS PALACE...





A PLETHORA OF PRONOUNCEMENTS UP FOR GRABS

ITEM: This we've gotta tell you! The world-famous Society for Comic Art Research and Preservation, the largest group of comic-book fans in the nation, recently completed their annual International Convention of Comic Art at New York's famed Statler-Hilton Hotel. As the dyed-in-the-wool buffs among you know, comic fans give annual awards similar to the movie industry's Oscars and TV's Emmys. Well, we're still reeling from the results of this year's awards, awards in which mighty Marvel captured the top spot in just about every single major category. And now, without any further ado, we proudly present the results of one of your bulpin's greatest triumphs — (results that are so flattering you'd almost guess that Irving Forbush cast the ony votes).

BEST MAGS:

- Best Adventure Comic (Single Character) **SPIDER MAN**
 Best Adventure Comic (Groups) **FANTASTIC FOUR**
 Best Western Comic: (A) **GHOST RIDER** (B) **RAWHIDE KID** (C) **KID COLT OUTLAW**
 Best War Comic: **SGT FURY AND HIS HOWLING COMMANDOS**
 Best Costumed Hero Humor: **NOT BRANG ECHN!**
 Best All-Reprint **FANTASY MASTERPIECES** (Now Marvel SUPERHEROES)
 Best Combination New and Reprint **MARVEL SUPERHEROES**
 Best Regular Short Feature: (A) **TALES OF ASGARD** (B) **THE INHUMANS**
NOTE: One category in this division in which we won no award was Best Juvenile Humor. In fact, since it was Juvenile Humor we're proud to say we didn't even receive a nomination!

BEST PROFESSIONAL WORK:

- Best Editor **STAN** (The Man) **LEE**
 Best Writer: Smilin' **STAN** again! (The second consecutive year in which our leader has won both top professional awards!)
 Best Pencil Artist: **JACK** (Kung) **KIRBY**
 Best Inker: John **JOE SINNOTT**

CHARACTER POPULARITY POLL:

- Best Costumed Hero: **SPIDEY**
 Best Non-Super Powered Character: Dr. **NICK FURY**
 Best Super Powered Group: (A) **FANTASTIC FOUR** (B) **AVENGERS**
 Best Supporting Character: (A) **J. JONAH JAMESON** (B) **FOGGY NELSON** (C) **JASPER SITWELL**
 Best Supporting Female: (A) **MARY JANE WATSON** (B) **GWEN STACY**
 Best Villain: (A) **DR. DOOM** (A runaway favorite with over 50% of the total vote!) (B) **RED SKULL** (C) **YELLOW CLAW**

Well, that's it — probably the greatest accolade for any single company in any comic-magazine medium in all of history. So to the countless members of the Society who voted to read and gave selflessly of their time and efforts to make the Convention the success it was, our heartfelt thanks and deep appreciation. And to our various competitors who had to content themselves with the bulk of the also-ran awards, better luck next year! Competition such as this is healthy for everybody and will force us all to bawl on our toes so that, in the long run, it is YOU the reader who is the real victor — and isn't that the way it should be?

THE MIGHTY MARVEL CHECKLIST
Marvel-mag Must-Own Right Night!

SILVER SURFER #3 Introducing the newest, most powerful villain of all — Mephisto, the Lord of the Lower Depths!
NOT BRAND ECHN #11 Spidey Mar. Same Mar. — plus the wildest parody of King Kong you ever laid eyes on! A smash!
FANTASTIC FOUR #81 Here it is! The first change in the fabulous FF line — it's Miss The Replacement!
SPIDERMAN #67 The battle you've been dead-end for: Spidey vs. Mysterio with no winner assured! Give! A sensation!
AVENGERS #58 A new life for the Black Panther — and the quest for the Vision's Ruins — doubly leads to deadly disaster!
DAREDEVIL #46 DD finally realizes what the lady's been up to! And, when our sightless washbucbler gets mad — WOW!
EIGHTY THOR #158 One of Marvel's most daring experiments — the old and the new Skuld — determined! So be it!
CAPTAIN AMERICA #108 Armed with the most powerful weapons of the year, the original Trappster strikes at last!

INCREDIBLE HULK #110 Guest starring Koolha! Introducing the uncanny Umbu! Featuring the death of Bruce Banner! He dynamite!
IRON MAN #8 If you thought the Gladia he was dangerous before — wait till you see him — on a Shellhead this time!
SUBMARINER #8 It's action, action, action — as Namor battles the fighting mad thing with a climax that'll rock ya!
CAPTAIN MARVEL #8 From out of no where appears a rampaging, unstoppable alien robot its mission: destroy Web! Look!
NICK FURY AGENT OF SHIELD #7 Are the other members of SHIELD Nick Fury's greatest friends — or the sworn murderers? Wait and see!
DR. STRANGE #178 From the business world beneath our very feet come the mystic merciless Sons of Satanah! Hoo-bay!
SGT FURY #68 Dum Dum gets court-martialed — and no battle mag buff has to know more than that! It's a shocker!
CAPTAIN SAVAGE #8 To Simon Savage's weather-tough Raiders the mission's just a dry run — but it may end in death!

STAN'S SOAPBOX

Let's say it right on the wee. Bigotry and racism are among the deadliest social ills plaguing the world today. But unlike a team of costumed super-villains they can't be halted with a punch in the snoot or a zap from a ray gun. The only way to destroy them is to expose them — to reveal them for the invidious evils they really are. The bigot is an unreasoning hater — one who hates blindly, fanatically, indiscriminately. If his hang-up is black men, he hates ALL black men. If a redhead once offended him, he hates ALL redheads. If some foreigner beat him to a job, he's down on ALL foreigners. He hates people he's never seen — people he's never known — with equal intensity — with equal venom. Now, we're not trying to say it's unreasonable for one human being to bug another. But, although anyone has the right to dislike another individual, it's totally irrational, patently insane, to condemn an entire race, to despise an entire nation — to vilify an entire race on sooner or later we must learn to judge each other on our own merits. Sooner or later, if man is ever to be worthy of his destiny, we must fill our hearts with tolerance. For then, and only then, will we be truly worthy of the concept that man was created in the image of God — a God who calls us ALL — His children.

Stan at Justice
 Stan

MARVEL COLLECTORS' ITEM CLASSICS
 #18 Still the greatest bulpin bargain of all! It's spearheaded by the FF — so how can ya lose.

AND STILL ON SALE — IF YOU'RE LUCKY!

THE SPECTACULAR SPIDERMAN #2 New printed in full glorious color! Star ring Spidey vs. the mysterious Green Goblin!

MARVEL TALES #17 Starring the mighty Thor the Hulk, Torch and the ever loyal Spidey. Only — also we live ya!

PLUS, THESE PANDEMONIOUS, POWER-PACKED ONCE-A-YEAR SPECIALS

FANTASTIC FOUR SPECIAL #6 Our heroes are trapped in the Negative Zone while Reed Richards becomes — a father!

SPIDERMAN SPECIAL #5 Peter Parker finally learns the shocking truth about the parents he has never known!

AVENGERS SPECIAL #2 The new Avengers battle to a finish with the original Avengers — in a world they never met!

HULK SPECIAL #1 All you could ask for! The strongest living creature of all finally tackles — the Inhumans!

TALES OF ASGARD #1 It just has to be the most beautiful mag of all! You'll wish you could frame each and every page!



Must I Lose My Hair



TODAY about 15,000,000 Americans are bald or getting bald. Yet many of them need not have lost their hair, or continue to lose it. If baldness cannot be cured, at least in many cases it can be prevented. In fact, we have been doing just that for 20 years.

Hair loss is generally progressive. Once it starts, it rarely stops. It has to be stopped.

Itchy scalp, dandruff, excessive oiliness or dryness are common symptoms that often lead to hair loss. These are the symptoms of a scalp disorder known to dermatologists as seborrhea. Neglect of these symptoms invites baldness.

Today these symptoms can be controlled, the scalp disorder corrected. Hair loss caused by it can be stopped. Baldness resulting from it can be prevented.

WHAT WARD'S CAN DO FOR YOUR HAIR

Prove it to yourself. Try Ward's Formula at home for only 30 days. This amazing formula works on your scalp and hair by antiseptic, keratolytic, and rubefacient action. It kills on contact the scalp bacteria that tend to destroy your hair. It removes the dried sebum and dandruff and helps restore the lubrication norm of your hair shafts. It awakens the scalp by stimulation and helps supply needed blood circulation — and more nutrition — to your hair follicles. It helps correct excessive hair and scalp dryness or oiliness by normalizing the secretion of your sebaceous glands.

A few treatments and you will see the difference, your friends and family will notice it.

Here is our generous offer to you. It presents an opportunity to you so compelling that we urge you, in fairness to yourself, not to pass it up. We take all the risk. If Ward's Formula does not bring you all the benefits we

Tested and Proved By Men and Women Over the USA

I must admit I didn't have much faith in it, but I hadn't been using Ward's one week before I could see it was helping me. I could feel my hair getting thicker.

E. K., Cleveland, Ohio

Out of all the Hair Experts I went to, I've gotten the most help from one bottle of Ward's Formula.

C. La M., Philadelphia, Pa.

After using Ward's for only 12 days, my hair has stopped falling out.

R. W. C., Cicero, Ill.

I am tickled to death with the results. In just two weeks' time - no dandruff!

W. T. W., Portola, Cal.

I feel encouraged to say that the infuriating scalp itch which has bothered me for 5 years is now gone.

J. M. E., Columbus, Ohio

Male pattern baldness is the cause of the great majority of cases of baldness and excessive hair loss, for which neither the Ward treatment nor any other treatment is effective.

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Mutant Mail-Box

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GROUP, SECOND FLOOR
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Mutant Mailbox

Dear Stan and Co.:

I've just read your 47th publication and printing of the X-MEN. Meaning that I thought X-Men was one of the grooviest issues ever published (of the X-Men, that is)! I think the Beast and the Iceman were just great! I enjoy reading about them in their private lives too! I enjoyed the scenes especially on p.4, panel 4, to p.6, panel 6. Those hippies were really talking, though, like for instance one of them states: "Man, like who turned off the sun." When I read that part I said to myself "BOY, that Groovy Gary F. and Cool-Hand-Drake (Arnold, that is) must really be gettin' up there!" Well, I still think that Cyclops and Marvel Girl pair off together nicely. I also would prefer that our ever-lovin' X-Men would do a little battling with those whom they call homo sapiens. I think it would really turn me and my fellow Marvel fans on. Oh well, I just want to say keep on SOCKIN' IT TO 'EM --- and keep up the fabulous work that you and the Bullpen Gang are doing. And now, in the name of our beloved Irving Forbush, I hereby pronounce and consider this letter ----- CLOSED!

Bob Pinkney, Jr., 33 Saratoga Ave.
New York, N. Y. 11233



Dear Stan and Roy:

The best idea that you guys have ever come up with was having the X-Men split up. Now instead of trying to get involved in the lives of five super heroes, the reader can finally get interested in one or two. As a team, even though unexperienced, the X-Men were unbeatable, but by themselves, or even teamed up with one of their former partners, they are far from being dull and uninteresting. (X MEN #47, "The Warlock Wears Three Faces") By the way, don't bring back the Warlock. He is the worst super baddie that the X Men have ever fought. Keep them split up!!! Until next month, MAKE MARVEL MINE

Eric Johnson, 3795 Regal Vista Drive
Sherman Oaks, California

Dear Stan and everybody (Gary, Arnold, Werner, Dan, etc.):

Put the X-Men back together! Don't leave them running around the country in ones and twos digging up medium-sized menaces. Where's the team of super-powered mutants that turned back the forces of Magneto, the Juggernaut, the Sentinels, and even fought Spider-Man to a standstill? I realize that the X-Men couldn't stand up as a team against the records logged by super-powered groups like the Avengers or the Fantastic Four; but just because their powers are so odd and limited, the only solution to make them winners cannot be to split them up. Before the death of Professor X, it was the added factor of his intelligence and coordination of their limited powers that pulled them through their battles. Now that you've stated there is absolutely no chance of his return, I think what the team needs to regroup is another member to be designated leader. And think of the possibilities — even Irv Forbush can't be dismissed from the consideration! Anyway, I like the X-Men and I don't think that this new period of soul-searching they're going through is necessary. In short, I would like to see the X Men type action featured in those now classic battles with Count Nefaria and his legion of Mouldy Villains which for me was the height of the rise of the Marvelous Mutants. Yours till the Iceman cometh.

C C Crill, 347 Villa
Pasadena, Calif 91106

Dear Stan:

This letter is directed toward Miss Carol Baldwin, not as to degrade her, but just to get her to survey her "beef" before publicizing it, since she might have to eat it. To begin, light is a form of pseudo-energy. I base this upon a space problem that has been (I believe, that is) misinterpreted in relativity. I believe there are two forms (and not like light, sound, etc.) of energy: pseudo-energy (light, etc.) and energy of existence (time, depth, breadth, length). Energy of existence has many characteristics such as matter and energy (pseudo-). Thus using Scott's eyes as sort of a "step-up transformer", we can turn light into "energy" by a combination of matter (Scott's metabolism) and energy (light) to form "existing energy". One question now, Carol, are you going to make a career of oceanography? While I plan on theoretical physics, I am interested in oceanography to the extent of changing my major. So would you like to correspond? In closing, Bullpen, keep up the goof! You might come up with a unified field theory.

James R Sams II, 221 Academy St.
Canton, N. C.

KNOW YE THESE, THE HALLOWED RANKS OF MARVELDOM:

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Q.N.S. (QUITE 'NUFF SAYER)—A FORTUNATE FRANTIC ONE WHO'S HAD A LETTER PRINTED.

K.O.F. (KEEPER OF THE FLAME)—ONE WHO RECRUITS A NEWCOMER TO MARVEL'S ROLLYCKIN' RANKS.

P.M.M. (PERMANENT MARVELITE MAXIMUS)—ANYONE POSSESSING ALL FOUR OF THE OTHER TITLES.

F.F.F. (FEARLESS FRONT FAKER)—AN HONORARY TITLE BESTOWED FOR DEVOTION TO MARVEL ABOVE AND BEYOND THE CALL OF DUTY.

Dear Stan and Roy:

After seeing the X-MEN #47 I had to comment on it! The talents of Werner Roth have brought this mag up from the lowest on my list of Marvels, to one of the best, at last. The only thing I am worried about now, is whether the X-Men will come together on occasions to fight as a team. I hope this will happen because the X-Men are great as a team, but after seeing them in #47 I not only believe they are a great team but that they can and do fight well alone. It was also good to see the identities of Iceman and the Beast once more. Keep this up. It helps to add realism to the magazine. In the corner of the X-Men, the Marvel block is getting too filled up. I think it would be nice to put the X-Men in the block who would star in that particular issue; that way it would not look so crowded. The issue (#47) as a whole was good, but Maha Yogi is not a particularly original name. I especially liked the appearance of the Warlock again. He is a very good villain and added to the good story. One last thing, don't let the romance between Cyclops and Marvel Girl break up, and let it get a little further than it has before. Yours till Stan loses his "Keep the faith" button!

Lane Bailey, Rt. 1, Box 341
Bluefield, W. Va. 24701



Dear Stan and everyone else who makes the X-MEN: In X-MEN #47, Iceman says that if he doesn't take his "civvies" off before he changes to ice, they crack. Then, in issue #45 he changes to ice; then, in issue #46 he changes back into the same clothes! Now (since I'm so nice) I'll save you. When Professor X improved Iceman by changing him from snow to ice, he also made him colder (so it would affect evil-doers more). When he switched to Iceman in #45 he wasn't as cold, so his clothes were not affected as much. Now that we got that straightened out, I'd like to say something about the Living Diamond. The Diamond is not the hardest thing in the world, it's the hardest mineral in the world. Hardness means whether or not you can scratch something. In other words, no rock can scratch a diamond. But a diamond can be shattered by a hammer! So how can the Living Diamond break through a wall without shattering? The last thing I have to say is that in issue #45 the sheriff has a brown coat on with a yellow checked shirt and brown pants. In the next issue he has blue pants, blue coat, and a red checkered shirt. Whoever colors your comics ought to wake up! The sheriff also has three arms in #45, page 17, panel 2, or else the guy behind him had a psychedelic coat on.

Nick Sheedy, 1 Schoolhouse Lane
Syosset, L. I., New York 11791

Dear Stan:

I've heard of major changes in a comic magazine, and usually I'm all for them . . . but . . . if you think you're going to get away with splitting up Jean and Scott, I'll swear off comics (Marvel) for good!!! Do you know what you'll do if you break them up? I'll tell you! They'll just end up sharing heartbroken balloons and action may go zilch!!! If you keep Scott and Jean together, I'll say "Face Front Forever!" But if you split them up, I'll bid you, "Face Front" . . . until my bosom buddies and I burn down a certain building on Madison Avenue (and just between us, Buddy Boy, we know which one). Awaiting X-Men #47 (and there'd better be one).

David M. Willis, 305 South St.
Halifax, Mass. 02338

Dear Marvel People:

Now you've done it — you've finally gone and made me mad. I've been reading Marvel mags for a long time, and I own just about every superhero mag you've put out in the last 2½ years, so I count myself a fairly loyal fan. I've never before written to complain, because I see no point in hasseling you about petty errors in some of the finest literature available. After all, we all make a mistake occasionally. But . . . and this is a pretty big but . . . but, I say, I have just finished reading X-MEN #47 and this only one month after reading THOR #154. Now, I am as ready as the next guy to admit that there are some pretty unpleasant cats walking around with long hair, wierd clothes, and beads — but I certainly would expect you fine people to be hip that some of us hippies are nice, friendly, law abiding citizens who even have something to contribute to society. My hair goes well below my shoulder blades, I wear funny clothes, and seldom go out without something around my neck. I also have a wife, a child, and my own business (I'm a silver-smith). I have a lot of friends who are also what the world now calls hippies — among them are some of the Bay Area's finest crafts-men and artists. Some of us are producing music which is exploring all kinds of new possibilities, which other serious musicians (including many "straight" classical composers) admit should be taken seriously, even if they don't like it. We have revived poster art, and have done more with "environmental" art forms than any other group of people. Again I say, I don't mind your pointing out that there are bad things to be said about the hippies — there certainly are — but please, people, there are bad things to be said about any group of people — and there are also some pretty nice things to be said about any group of people, even us. I'm sure you know that. It's not your style to be unfair to anyone — I hope maybe you'll find an opportunity to make all your long-haired fans out here happy again, and to let us all know you know we aren't all nasty. Since, even if you do have some funny ideas about us, we know good literature when we find it, and I for one, am not about to stop reading Marvel. I just hope you'll put something in one of your mags to let me know you still like me. Michael Wallace, 2426 McGee Street #1
Berkeley, California 94703

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